

B1 (Official Form 1)(4/10)

United States Bankruptcy Court Northern District of Mississippi		Voluntary Petition
Name of Debtor (if individual, enter Last, First, Middle): Meadowbrook Furniture, Inc.		Name of Joint Debtor (Spouse) (Last, First, Middle):
All Other Names used by the Debtor in the last 8 years (include married, maiden, and trade names):		All Other Names used by the Joint Debtor in the last 8 years (include married, maiden, and trade names):
Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN (if more than one, state all) 64-0819701		Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN (if more than one, state all)
Street Address of Debtor (No. and Street, City, and State): 266 Meadowbrook Drive Hickory Flat, MS <div style="text-align: right; margin-top: 5px;">ZIP Code 38633</div>		Street Address of Joint Debtor (No. and Street, City, and State): <div style="text-align: right; margin-top: 5px;">ZIP Code</div>
County of Residence or of the Principal Place of Business: Benton		County of Residence or of the Principal Place of Business:
Mailing Address of Debtor (if different from street address): <div style="text-align: right; margin-top: 5px;">ZIP Code</div>		Mailing Address of Joint Debtor (if different from street address): <div style="text-align: right; margin-top: 5px;">ZIP Code</div>
Location of Principal Assets of Business Debtor (if different from street address above):		
Type of Debtor (Form of Organization) (Check one box) <input type="checkbox"/> Individual (includes Joint Debtors) <i>See Exhibit D on page 2 of this form.</i> <input checked="" type="checkbox"/> Corporation (includes LLC and LLP) <input type="checkbox"/> Partnership <input type="checkbox"/> Other (If debtor is not one of the above entities, check this box and state type of entity below.)	Nature of Business (Check one box) <input type="checkbox"/> Health Care Business <input type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. § 101 (51B) <input type="checkbox"/> Railroad <input type="checkbox"/> Stockbroker <input type="checkbox"/> Commodity Broker <input type="checkbox"/> Clearing Bank <input checked="" type="checkbox"/> Other <hr/> Tax-Exempt Entity (Check box, if applicable) <input type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code).	Chapter of Bankruptcy Code Under Which the Petition is Filed (Check one box) <input checked="" type="checkbox"/> Chapter 7 <input type="checkbox"/> Chapter 9 <input type="checkbox"/> Chapter 11 <input type="checkbox"/> Chapter 12 <input type="checkbox"/> Chapter 13 <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Main Proceeding <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding <hr/> Nature of Debts (Check one box) <input type="checkbox"/> Debts are primarily consumer debts, defined in 11 U.S.C. § 101(8) as "incurred by an individual primarily for a personal, family, or household purpose." <input checked="" type="checkbox"/> Debts are primarily business debts.
Filing Fee (Check one box) <input checked="" type="checkbox"/> Full Filing Fee attached <input type="checkbox"/> Filing Fee to be paid in installments (applicable to individuals only). Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments. Rule 1006(b). See Official Form 3A. <input type="checkbox"/> Filing Fee waiver requested (applicable to chapter 7 individuals only). Must attach signed application for the court's consideration. See Official Form 3B.		Chapter 11 Debtors Check one box: <input type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). <input type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D). Check if: <input type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,343,300 (<i>amount subject to adjustment on 4/01/13 and every three years thereafter</i>). Check all applicable boxes: <input type="checkbox"/> A plan is being filed with this petition. <input type="checkbox"/> Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
Statistical/Administrative Information <input checked="" type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors. <input type="checkbox"/> Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.		THIS SPACE IS FOR COURT USE ONLY
Estimated Number of Creditors <input type="checkbox"/> 1-49 <input type="checkbox"/> 50-99 <input checked="" type="checkbox"/> 100-199 <input type="checkbox"/> 200-999 <input type="checkbox"/> 1,000-5,000 <input type="checkbox"/> 5,001-10,000 <input type="checkbox"/> 10,001-25,000 <input type="checkbox"/> 25,001-50,000 <input type="checkbox"/> 50,001-100,000 <input type="checkbox"/> OVER 100,000		
Estimated Assets <input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input checked="" type="checkbox"/> \$1,000,001 to \$10 million <input type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion		
Estimated Liabilities <input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input checked="" type="checkbox"/> \$1,000,001 to \$10 million <input type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion		

B1 (Official Form 1)(4/10)

Page 2

Voluntary Petition <i>(This page must be completed and filed in every case)</i>		Name of Debtor(s): Meadowbrook Furniture, Inc.	
All Prior Bankruptcy Cases Filed Within Last 8 Years (If more than two, attach additional sheet)			
Location Where Filed: - None -	Case Number:	Date Filed:	
Location Where Filed:	Case Number:	Date Filed:	
Pending Bankruptcy Case Filed by any Spouse, Partner, or Affiliate of this Debtor (If more than one, attach additional sheet)			
Name of Debtor: - None -	Case Number:	Date Filed:	
District:	Relationship:	Judge:	
Exhibit A (To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11.) <input type="checkbox"/> Exhibit A is attached and made a part of this petition.		Exhibit B (To be completed if debtor is an individual whose debts are primarily consumer debts.) I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I delivered to the debtor the notice required by 11 U.S.C. §342(b). X _____ Signature of Attorney for Debtor(s) (Date)	
Exhibit C			
Does the debtor own or have possession of any property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety? <input type="checkbox"/> Yes, and Exhibit C is attached and made a part of this petition. <input checked="" type="checkbox"/> No.			
Exhibit D			
(To be completed by every individual debtor. If a joint petition is filed, each spouse must complete and attach a separate Exhibit D.) <input type="checkbox"/> Exhibit D completed and signed by the debtor is attached and made a part of this petition. If this is a joint petition: <input type="checkbox"/> Exhibit D also completed and signed by the joint debtor is attached and made a part of this petition.			
Information Regarding the Debtor - Venue (Check any applicable box)			
<input checked="" type="checkbox"/> Debtor has been domiciled or has had a residence, principal place of business, or principal assets in this District for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other District. <input type="checkbox"/> There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District. <input type="checkbox"/> Debtor is a debtor in a foreign proceeding and has its principal place of business or principal assets in the United States in this District, or has no principal place of business or assets in the United States but is a defendant in an action or proceeding [in a federal or state court] in this District, or the interests of the parties will be served in regard to the relief sought in this District.			
Certification by a Debtor Who Resides as a Tenant of Residential Property (Check all applicable boxes)			
<input type="checkbox"/> Landlord has a judgment against the debtor for possession of debtor's residence. (If box checked, complete the following.) _____ (Name of landlord that obtained judgment) _____ (Address of landlord)			
<input type="checkbox"/> Debtor claims that under applicable nonbankruptcy law, there are circumstances under which the debtor would be permitted to cure the entire monetary default that gave rise to the judgment for possession, after the judgment for possession was entered, and <input type="checkbox"/> Debtor has included in this petition the deposit with the court of any rent that would become due during the 30-day period after the filing of the petition. <input type="checkbox"/> Debtor certifies that he/she has served the Landlord with this certification. (11 U.S.C. § 362(l)).			

Voluntary Petition

(This page must be completed and filed in every case)

Name of Debtor(s):

Meadowbrook Furniture, Inc.

Signatures

Signature(s) of Debtor(s) (Individual/Joint)

I declare under penalty of perjury that the information provided in this petition is true and correct.

[If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7] I am aware that I may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7. [If no attorney represents me and no bankruptcy petition preparer signs the petition] I have obtained and read the notice required by 11 U.S.C. §342(b).

I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.

X _____
Signature of Debtor

X _____
Signature of Joint Debtor

Telephone Number (If not represented by attorney)

Date

Signature of Attorney*

X /s/ David Blaylock _____
Signature of Attorney for Debtor(s)

David Blaylock MS 3590 _____
Printed Name of Attorney for Debtor(s)

Glankler Brown, PLLC _____
Firm Name
6000 Poplar Avenue, Suite 400
Memphis, TN 38119

Address

Email: dblaylock@glankler.com
901-525-1322 Fax: 901-525-2389

Telephone Number

May 24, 2011 _____
Date

*In a case in which § 707(b)(4)(D) applies, this signature also constitutes a certification that the attorney has no knowledge after an inquiry that the information in the schedules is incorrect.

Signature of Debtor (Corporation/Partnership)

I declare under penalty of perjury that the information provided in this petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor.

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

X /s/ Phillip Gough _____
Signature of Authorized Individual

Phillip Gough _____
Printed Name of Authorized Individual

President _____
Title of Authorized Individual

May 24, 2011 _____
Date

Signature of a Foreign Representative

I declare under penalty of perjury that the information provided in this petition is true and correct, that I am the foreign representative of a debtor in a foreign proceeding, and that I am authorized to file this petition.

(Check only one box.)

☐ I request relief in accordance with chapter 15 of title 11, United States Code. Certified copies of the documents required by 11 U.S.C. §1515 are attached.

☐ Pursuant to 11 U.S.C. §1511, I request relief in accordance with the chapter of title 11 specified in this petition. A certified copy of the order granting recognition of the foreign main proceeding is attached.

X _____
Signature of Foreign Representative

Printed Name of Foreign Representative

Date

Signature of Non-Attorney Bankruptcy Petition Preparer

I declare under penalty of perjury that: (1) I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110; (2) I prepared this document for compensation and have provided the debtor with a copy of this document and the notices and information required under 11 U.S.C. §§ 110(b), 110(h), and 342(b); and, (3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110(h) setting a maximum fee for services chargeable by bankruptcy petition preparers, I have given the debtor notice of the maximum amount before preparing any document for filing for a debtor or accepting any fee from the debtor, as required in that section. Official Form 19 is attached.

Printed Name and title, if any, of Bankruptcy Petition Preparer

Social-Security number (If the bankruptcy petition preparer is not an individual, state the Social Security number of the officer, principal, responsible person or partner of the bankruptcy petition preparer.)(Required by 11 U.S.C. § 110.)

Address

X _____
Date

Date

Signature of Bankruptcy Petition Preparer or officer, principal, responsible person, or partner whose Social Security number is provided above.

Names and Social-Security numbers of all other individuals who prepared or assisted in preparing this document unless the bankruptcy petition preparer is not an individual:

If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.

A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both 11 U.S.C. §110; 18 U.S.C. §156.

United States Bankruptcy Court
Northern District of Mississippi

In re **Meadowbrook Furniture, Inc.**,
 Debtor

Case No. _____

Chapter **7**

SUMMARY OF SCHEDULES

Indicate as to each schedule whether that schedule is attached and state the number of pages in each. Report the totals from Schedules A, B, D, E, F, I, and J in the boxes provided. Add the amounts from Schedules A and B to determine the total amount of the debtor's assets. Add the amounts of all claims from Schedules D, E, and F to determine the total amount of the debtor's liabilities. Individual debtors must also complete the "Statistical Summary of Certain Liabilities and Related Data" if they file a case under chapter 7, 11, or 13.

NAME OF SCHEDULE	ATTACHED (YES/NO)	NO. OF SHEETS	ASSETS	LIABILITIES	OTHER
A - Real Property	Yes	3	600,000.00		
B - Personal Property	Yes	13	1,162,216.65		
C - Property Claimed as Exempt	No	0			
D - Creditors Holding Secured Claims	Yes	1		300,571.21	
E - Creditors Holding Unsecured Priority Claims (Total of Claims on Schedule E)	Yes	2		20,230.39	
F - Creditors Holding Unsecured Nonpriority Claims	Yes	24		1,484,416.61	
G - Executory Contracts and Unexpired Leases	Yes	1			
H - Codebtors	Yes	1			
I - Current Income of Individual Debtor(s)	No	0			N/A
J - Current Expenditures of Individual Debtor(s)	No	0			N/A
Total Number of Sheets of ALL Schedules		45			
Total Assets			1,762,216.65		
Total Liabilities				1,805,218.21	

United States Bankruptcy Court
Northern District of Mississippi

In re **Meadowbrook Furniture, Inc.**,
 Debtor

Case No. _____

Chapter **7**

STATISTICAL SUMMARY OF CERTAIN LIABILITIES AND RELATED DATA (28 U.S.C. § 159)

If you are an individual debtor whose debts are primarily consumer debts, as defined in § 101(8) of the Bankruptcy Code (11 U.S.C. § 101(8)), filing a case under chapter 7, 11 or 13, you must report all information requested below.

☐ Check this box if you are an individual debtor whose debts are NOT primarily consumer debts. You are not required to report any information here.

This information is for statistical purposes only under 28 U.S.C. § 159.

Summarize the following types of liabilities, as reported in the Schedules, and total them.

Type of Liability	Amount
Domestic Support Obligations (from Schedule E)	
Taxes and Certain Other Debts Owed to Governmental Units (from Schedule E)	
Claims for Death or Personal Injury While Debtor Was Intoxicated (from Schedule E) (whether disputed or undisputed)	
Student Loan Obligations (from Schedule F)	
Domestic Support, Separation Agreement, and Divorce Decree Obligations Not Reported on Schedule E	
Obligations to Pension or Profit-Sharing, and Other Similar Obligations (from Schedule F)	
TOTAL	

State the following:

Average Income (from Schedule I, Line 16)	
Average Expenses (from Schedule J, Line 18)	
Current Monthly Income (from Form 22A Line 12; OR, Form 22B Line 11; OR, Form 22C Line 20)	

State the following:

1. Total from Schedule D, "UNSECURED PORTION, IF ANY" column		
2. Total from Schedule E, "AMOUNT ENTITLED TO PRIORITY" column		
3. Total from Schedule E, "AMOUNT NOT ENTITLED TO PRIORITY, IF ANY" column		
4. Total from Schedule F		
5. Total of non-priority unsecured debt (sum of 1, 3, and 4)		

B6A (Official Form 6A) (12/07)

In re Meadowbrook Furniture, Inc. Case No. _____
Debtor

SCHEDULE A - REAL PROPERTY

Except as directed below, list all real property in which the debtor has any legal, equitable, or future interest, including all property owned as a cotenant, community property, or in which the debtor has a life estate. Include any property in which the debtor holds rights and powers exercisable for the debtor's own benefit. If the debtor is married, state whether husband, wife, both, or the marital community own the property by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the debtor holds no interest in real property, write "None" under "Description and Location of Property."

Do not include interests in executory contracts and unexpired leases on this schedule. List them in Schedule G - Executory Contracts and Unexpired Leases.

If an entity claims to have a lien or hold a secured interest in any property, state the amount of the secured claim. See Schedule D. If no entity claims to hold a secured interest in the property, write "None" in the column labeled "Amount of Secured Claim." If the debtor is an individual or if a joint petition is filed, state the amount of any exemption claimed in the property only in Schedule C - Property Claimed as Exempt.

Description and Location of Property	Nature of Debtor's Interest in Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption	Amount of Secured Claim
266 Meadowbrook Drive Hickory Flat, MS 38633 (see attached)	Fee	-	600,000.00	194,000.00

Sub-Total > **600,000.00** (Total of this page)

Total > **600,000.00**

(Report also on Summary of Schedules)

0 continuation sheets attached to the Schedule of Real Property

TRACT NO. 1:

Commence at the Southwest corner of the Southeast One-Quarter of Section 27, Township 5 South, Range 1 East, Benton County, Mississippi; thence run South 89 degrees, 00 minutes East, along South line of Section 1320.0 feet to a point in the center of the County Public Road; thence run North 01 degree, 00 minutes East along the center of said road 176.72 feet to a point, said point being the Point of Beginning for herein described parcel of land; thence run North 89 degrees, 24 minutes West along fence line 367.26 feet to a stake; thence run North 03 degrees, 22 minutes West 209.87 feet to a stake on the South line of the Burlington-Northern or (Frisco) Railroad; thence run North 85 degrees, 51 minutes East along said railroad, 384.78 feet to a stake; thence run South 01 degree, 00 minutes West along the center of above mentioned County Public Road 241.28 feet to the Point of Beginning and containing an aggregate of 1.94 acres.

TRACT NO. 2:

Commence at the Northwest corner of the Northeast One-Quarter of Section 34, Township 5 South, Range 1 East, Benton County, Mississippi; thence run South 89 degrees, 00 minutes East, along section line 660.00 feet to the Point of Beginning for herein described parcel of land; thence run South 89 degrees, 00 minutes East along section line 660.00 feet to a point in the center of the public road; thence run South 01 degree, 46 minutes, 58 seconds West along center of said road 831.25 feet to a point; thence run North 89 degrees, 00 minutes West 601.14 feet to a stake; thence following a fence run North 13 degrees, 49 minutes East 33.98 feet to a point; thence run North 00 degrees, 55 minutes West along fence 200.22 feet to a point; thence run North 00 degrees, 22 minutes East along fence 200.06 feet to a point; thence run North 09 degrees, 47 minutes West along fence 253.97 feet to a point; thence leaving said fence run North 01 degree, 31 minutes, 59 seconds East 148.40 feet to the Point of Beginning and containing an aggregate of 11.86 acres.

RIDER A - PAGE 1

TRACT NO. 3:

Commence at the Southwest corner of the Southeast One-Quarter of Section 27, Township 5 South, Range 1 East, Benton County, Mississippi; thence run South 89 degrees, 00 minutes East, along South line of Section 441.83 feet to a stake on the East bank of drainage ditch for the Point of Beginning for the herein described parcel of land; thence run North 13 degrees, 44 minutes West along ditch bank 127.17 feet to a point; thence run North 04 degrees, 53 minutes West along ditch bank 212.11 feet to a stake on the South line of the Burlington-Northern or (Frisco) Railroad; thence run North 85 degrees, 51 minutes East along said Railroad 551.27 feet to a stake; thence run South 03 degrees, 22 minutes East along the West line of the Harris Tract, 209.87 feet to a stake; thence run South 89 degrees, 24 minutes East along the South line of said Harris Tract 367.26 feet to a point in the center of the public road; thence run South 01 degree, 00 minutes West along center of said road 176.72 feet to a point on the South line of said Section 27; thence run North 89 degrees, 00 minutes West along Section line 660.00 feet to a stake; thence continue North 89 degrees, 00 minutes West along Section line 218.17 feet to the Point of Beginning, and containing an aggregate of 5.94 acres.

LESS AND EXCEPT from Tracts 1, 2, and 3 right-of-way for public road.

RIDER A - PAGE 2

In re **Meadowbrook Furniture, Inc.**

Case No. _____

Debtor

SCHEDULE B - PERSONAL PROPERTY

Except as directed below, list all personal property of the debtor of whatever kind. If the debtor has no property in one or more of the categories, place an "x" in the appropriate position in the column labeled "None." If additional space is needed in any category, attach a separate sheet properly identified with the case name, case number, and the number of the category. If the debtor is married, state whether husband, wife, both, or the marital community own the property by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the debtor is an individual or a joint petition is filed, state the amount of any exemptions claimed only in Schedule C - Property Claimed as Exempt.

Do not list interests in executory contracts and unexpired leases on this schedule. List them in Schedule G - Executory Contracts and Unexpired Leases.

If the property is being held for the debtor by someone else, state that person's name and address under "Description and Location of Property."

If the property is being held for a minor child, simply state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. § 112 and Fed. R. Bankr. P. 1007(m).

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
1. Cash on hand	X			
2. Checking, savings or other financial accounts, certificates of deposit, or shares in banks, savings and loan, thrift, building and loan, and homestead associations, or credit unions, brokerage houses, or cooperatives.		Bank of Mississippi Sherman, MS 38869	-	0.00
3. Security deposits with public utilities, telephone companies, landlords, and others.	X			
4. Household goods and furnishings, including audio, video, and computer equipment.	X			
5. Books, pictures and other art objects, antiques, stamp, coin, record, tape, compact disc, and other collections or collectibles.	X			
6. Wearing apparel.	X			
7. Furs and jewelry.	X			
8. Firearms and sports, photographic, and other hobby equipment.	X			
9. Interests in insurance policies. Name insurance company of each policy and itemize surrender or refund value of each.		Midland National Insurance Company - term life policy on Phillip Gough \$2,000,000.00; \$1,000,000.00 of coverage assigned to Bancorp South	-	0.00
10. Annuities. Itemize and name each issuer.	X			

Sub-Total > **0.00**
(Total of this page)

3 continuation sheets attached to the Schedule of Personal Property

B6B (Official Form 6B) (12/07) - Cont.

In re **Meadowbrook Furniture, Inc.**

Case No. _____

Debtor

SCHEDULE B - PERSONAL PROPERTY
(Continuation Sheet)

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
11. Interests in an education IRA as defined in 26 U.S.C. § 530(b)(1) or under a qualified State tuition plan as defined in 26 U.S.C. § 529(b)(1). Give particulars. (File separately the record(s) of any such interest(s). 11 U.S.C. § 521(c).)	X			
12. Interests in IRA, ERISA, Keogh, or other pension or profit sharing plans. Give particulars.	X			
13. Stock and interests in incorporated and unincorporated businesses. Itemize.	X			
14. Interests in partnerships or joint ventures. Itemize.	X			
15. Government and corporate bonds and other negotiable and nonnegotiable instruments.	X			
16. Accounts receivable.		See attached	-	Unknown
		Amerisource holds factored accounts of \$58,571.21 as of May 3, 2011, and holds a 5% retainage which may be subject to an IRS levy. In addition, Debtor has accounts totaling \$21,482.73 which have not been factored.		
		American Furniture Rental 720 Hylton Road Pennsauken, NJ 08109	-	2,768.64
		Bi Rite Furniture - OUT OF BUSINESS	-	2,739.99
		Crazy Eddy's Furniture 1100 Three Springs Road Bowling Green, KY 42101	-	2,806.79
		Riddle Inc. - OUT OF BUSINESS	-	2,001.40
		Lacks Stores Inc. - OUT OF BUSINESS	-	180.47
		Liberty Home Liquidators - OUT OF BUSINESS	-	2,203.00
		Indy Wholesale Furniture - OUT OF BUSINESS	-	1,191.04
		Loosiers Furniture Express	-	359.00
			Sub-Total >	14,250.33
			(Total of this page)	

Sheet 1 of 3 continuation sheets attached to the Schedule of Personal Property

B6B (Official Form 6B) (12/07) - Cont.

In re Meadowbrook Furniture, Inc. Case No. _____
Debtor

SCHEDULE B - PERSONAL PROPERTY
(Continuation Sheet)

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
		Mr. Clark Furniture 5969 N Clark Street Chicago, IL 60660	-	4,783.25
		Oak More - OUT OF BUSINESS	-	901.48
		Thomas Furniture 306 W. Main Street Frankfort, KY 40601	-	4,142.00
		Royal Manufacturing 4525 Frederick Drive SW #A Atlanta, GA 30301	-	11,656.00

17. Alimony, maintenance, support, and property settlements to which the debtor is or may be entitled. Give particulars. **X**
18. Other liquidated debts owed to debtor including tax refunds. Give particulars. **X**
19. Equitable or future interests, life estates, and rights or powers exercisable for the benefit of the debtor other than those listed in Schedule A - Real Property. **X**
20. Contingent and noncontingent interests in estate of a decedent, death benefit plan, life insurance policy, or trust. **X**
21. Other contingent and unliquidated claims of every nature, including tax refunds, counterclaims of the debtor, and rights to setoff claims. Give estimated value of each. **X**
22. Patents, copyrights, and other intellectual property. Give particulars. **X**
23. Licenses, franchises, and other general intangibles. Give particulars. **X**

Sub-Total > **21,482.73**
(Total of this page)

Sheet 2 of 3 continuation sheets attached
to the Schedule of Personal Property

B6B (Official Form 6B) (12/07) - Cont.

In re Meadowbrook Furniture, Inc. Case No. _____
Debtor

SCHEDULE B - PERSONAL PROPERTY
(Continuation Sheet)

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
24. Customer lists or other compilations containing personally identifiable information (as defined in 11 U.S.C. § 101(41A)) provided to the debtor by individuals in connection with obtaining a product or service from the debtor primarily for personal, family, or household purposes.	X			
25. Automobiles, trucks, trailers, and other vehicles and accessories.	X			
26. Boats, motors, and accessories.		Ford F150 Van	-	2,000.00
27. Aircraft and accessories.	X			
28. Office equipment, furnishings, and supplies.	X			
29. Machinery, fixtures, equipment, and supplies used in business.		See attached list - Depreciated book value	-	714,730.46
30. Inventory.		See attached	-	377,753.13
31. Animals.	X			
32. Crops - growing or harvested. Give particulars.	X			
33. Farming equipment and implements.	X			
34. Farm supplies, chemicals, and feed.	X			
35. Other personal property of any kind not already listed. Itemize.		Truck titled in Phillip Gough's name and paid for by company. 2010 Ford F250 - value \$38,000.00; debt \$32,000.00 Loan in his name and company has paid note directly	-	32,000.00

Sub-Total > **1,126,483.59**
(Total of this page)
Total > **1,162,216.65**

Sheet 3 of 3 continuation sheets attached
to the Schedule of Personal Property

(Report also on Summary of Schedules)

Amerisource Funding
MEADOWBROOK FURNITURE, INC. - NON-RECOURSE (MEADOWBROOK)
Funded Detail Aging By Days, 1 Days and Over
As Of May 3, 2011

Debtor--	Invoice#	Invoice Date	Buy#	Invoice Amount	Payment Date	Balance	Age	Current	31-60 Days	61-90 Days	91-120 Days	121+ Days
AMERICAN FURNITURE RENTALS INC 856-406-1200	34288-IN 15002	4/5/2011	459	14,659.00		14,659.00	29	14,659.00				
	1 Invoice					14,659.00		14,659.00				
BEVIS FURNITURE COMPANY INC 229-758-3466	34236-IN	3/10/2011	455	1,222.00		1,222.00	55		1,222.00			
	1 Invoice					1,222.00			1,222.00			
BROWNS FURNITURE-LAFAYETTE 3379886465	34284 4273	4/4/2011	459	190.25		190.25	30	190.25				
	1 Invoice					190.25		190.25				
CITY FURNITURE 3346245713	34248-IN	3/25/2011	457	928.00		928.00	40		928.00			
	1 Invoice					928.00			928.00			
DALTON AUCTION COMPANY 7062787441	34254-IN	3/25/2011	457	2,176.00		2,176.00	40		2,176.00			
	1 Invoice					2,176.00			2,176.00			
FINGER FURNITURE (FINCO INC D/B/A) 713-221-4557 713-221-4558	34165-IN 73977765/8046	2/7/2011	441	7,600.00		7,600.00	86			7,600.00		
	34232-IN SEE TAGS	3/10/2011	455	793.00		793.00	55		793.00			
	2 Invoices					8,393.00			793.00	7,600.00		
FRANKEL COMPANY - BATON ROUGE LA 1225275-8111	34283-IN	4/4/2011	459	131.81		131.81	30	131.81				
	1 Invoice					131.81		131.81				
FURNITURE DISCOUNTERS 731-697-1128 731-660-9095	34047-IN 12803	1/13/2011	425	5,902.00		5,902.00	111				5,902.00	
	1 Invoice					5,902.00					5,902.00	
					RET-CK							

Amerisource Funding
MEADOWBROOK FURNITURE, INC. - NON-RECOURSE (MEADOWBROOK)

Funded Detail Aging By Days, 1 Days and Over
As Of May 3, 2011

Debtor..	Invoice#	Invoice Date	Buy#	Invoice Amount	Payment Date	Balance	Age	Current	31-60 Days	61-90 Days	91-120 Days	121+ Days
PHOENIX GROUP 601-942-4315	34217-IN	2/25/2011	452	5,353.15		5,353.15	68			5,353.15		
	SB12130/SB01110											
	34218-IN	2/25/2011	452	4,919.60		4,919.60	68			4,919.60		
	SB12130/SB01110											
	34239-IN	3/10/2011	455	5,062.00		5,062.00	55			5,062.00		
	34282-IN	4/1/2011	459	702.05		702.05	33			702.05		
PLANNED FURNITURE PROMOTIONS 8607491472 8607491472	INV LIO											
	34290-IN	4/7/2011	459	502.55		502.55	27					
	INV LIO											
	34291-IN	4/7/2011	459	1,171.35		1,171.35	27					
REGAL FURNITURE CO INC 615-459-2166	BROWNS											
	6 Invoices											
	34294-IN	4/7/2011	460	6,431.00		6,431.00	27					
	762103											
SUGAR BEACH INTERIORS, INC. 850-837-5157	1 Invoice											
	34246-IN	3/14/2011	456	130.00		130.00	51			130.00		
	RUSTY MILLER											
	1 Invoice											
THE FURNITURE PLACE 985-872-6009	34260-IN	3/25/2011	457	17.02		17.02	40			17.02		
	12595											
	1 Invoice											
	1 Invoice											
WESTCO FURNITURE & APPLIANCE 918-540-2464	34250-IN	3/25/2011	457	663.00		663.00	40			663.00		
	SHAWN											
	1 Invoice											
	1 Invoice											
Client Total:	34280-IN	4/1/2011	459	17.43		17.43	33			17.43		
	7316694573											
	1 Invoice											
	1 Invoice											
						58,571.21		23,085.96	11,710.50	17,872.75	5,902.00	

AmeriSource Funding
MEADOWBROOK FURNITURE, INC. - NON-RECOURSE (MEADOWBROOK)

Funded Detail Aging By Days, 1 Days and Over
As Of May 3, 2011

Debtor..	Invoice#	Invoice Date	Buy#	Invoice Amount	Payment Date	Balance	Age	Current	31-60 Days	61-90 Days	91-120 Days	121+ Days
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20 Invoices, 14 Debtors Listed

39.42% 19.99% 30.51% 10.08%

Group: 164-EQUIPMENT

1	SEWING MACHINES
2	EQUIPMENT-LUCILLE LOGUE
3	SIGN
4	CLINCHING TOOL
5	COMPRESSOR
6	MISC EQUIP AND TOOLS
7	CHAIR - OFFICE
8	CUTTING KNIFE EQUIP
9	2 SEWING MACHINES
10	CUTTING TABLE
11	SEWING MACHINES
12	HEATERS
13	SEWING MACHINES
14	COMPUTER
15	COMPUTER EQUIPMENT
16	COMPUTER EQUIPMENT
17	COMPUTER EQUIPMENT
18	ULTRA PERSONAL COMPUTER
19	PANASONIC PRINTER
20	LAP TOP COMPUTER
21	COMPUTER
22	BACKUP SYSTEM
23	SEWING MACHINE
24	CLIP GUN
25	BANDSAW
26	WORK TABLES
27	REFRIGERATOR
28	TABLE AND CHAIRS
29	LOADING RAMP
30	TRAILER
31	CUTTING KNIFE
32	PALLET JACK
33	CUTTING KNIFE
34	SEWING MACHINE
35	CUTTING KNIFE
36	NETWORKING
37	(6) SEWING MACHINES

86489 MEADOWBROOK FURNITURE, INC.

64-0819701

FYE: 12/31/2010

Book Asset Detail 1/01/10 - 12/31/10

Asset d
t Property Description
Group: 164-EQUIPMENT (continued)

38	VAN
39	TYPEWRITER
40	RACK FOR CUTTING
41	CUTTING KNIFE
42	(1) SEWING MACHINE
43	(2) TWO WHEELERS
44	STRIP DOOR
45	DOCK BUMPERS
46	(2) SEWING MACHINES
47	CUSHION MACHINE
48	1990 CHEV TRUCK
49	BIG JOE LIFT
50	VARIOUS OAKHILL EQUIP
51	COMPRESSOR
52	STRIP DOOR
54	TELEPHONE
55	(2) COMPUTERS
56	CONFERENCE TABLE & CHAIR
57	DESK, CREDENZA & FLD CHAI
58	RECEPTIONIST DESK
59	HON DESK CHAIR
64	FILING CABINETS & DESK
65	COPIER
67	SAW (FRAME DEPT)
73	FAX
75	SEWING MACHINES
77	SAW
80	CUTTING KNIFE
82	2 WHEELERS (2)
83	SEWING MACHINE
84	SEWING MACHINE
85	SEWING MACHINE
86	AIR UNIT
87	PERFORATOR & PAD
89	SEWING MACHINES-DUNLAP
94	COMPUTER
95	SEWING MACHINE
96	PATTERN MAKER
97	CUTTING KNIFE
98	REFRIGERATOR
99	COMPUTER UPGRADES
100	PRINTERS (2)
101	COMPUTER
102	TWO WHEELER
103	BUGGIES
104	REFRIGERATOR & STOVE
105	OFFICE FURNITURE
106	FREIGHT ON SEWING MACHIN
107	BOXING MACHINE

86489 MEADOWBROOK FURNITURE, INC.

64-0819701

Book Asset Detail 1/01/10 - 12/31/10

FYE: 12/31/2010

<u>Asset</u>	<u>d</u> <u>t</u>	<u>Property Description</u>
Group: 164-EQUIPMENT (continued)		
109		CUTTING TABLE
112		SEWING MACHINES
113		COMPUTER FILE SERVER
114		BUGGYS
115		OFFICE CHAIRS
116		BUGGYS
117		TELEPHONE SYSTEM
118		SEWING MACHINES (5)
119		OFFICE CHAIRS
120		OFFICE FIXTURES
121		OFFICE CUBICLES
122		TWO WHEELERS
129		FORD F250 PICKUP
130		SEWING MACHINES (2) & ZIPER
131		CUSHION MACHINE
132		SEWING MACHINES (2)
135		INTERNET CONNECTION / WEE
136		500 MHZ PERSONAL COMPUTE
138		LAWN MOWER & RAMP
139		SCALES
140		SCALES
143		TELEPHONES
144		1996 TRAILER
145		BOB TRUCK MOTOR
146		OFFICE
147		OKIDATA 10EX PRINTER
148		17" MONITOR
149		8" CLOTH DRILL
150		17" MONITOR
151		MEMORY, MODEM & MONITOR
154		MAS90 SOFTWARE & INSTALL
158		MAS90 Magnetic Media software
159		Calculator
160		Dockboard
161		Compressor for AC
162		Ford Contour
163		Printer
164		Compressor
165		30 Ton AC Unit
166		Lexington Saw
168		Buggies
169		Fiber Picker
171		UPGRADE SOFTWARE
172		SECURITY SYSTEM, TV & CAM
173		NAILHEAD GUNS
174		SEWING MACHINES
177		SCALES
178		SEWING MACHINES
179		AIR COMPRESSOR

86489 MEADOWBROOK FURNITURE, INC.

64-0819701

Book Asset Detail 1/01/10 - 12/31/10

FYE: 12/31/2010

Asset	d t	Property Description
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Group: 164-EQUIPMENT (continued)

181	20 Sewing machines
182	2 Needle Sewing Machine
185	Ioline Pen Plotter
186	Brad Gun
187	Air Compressor
188	Air Conditioning System
189	Sewing Machines
190	Cushion Filling Machine
191	Plotter
192	Sewing Machines
193	Sewing Machines
194	Sewing Machines

Group: 166-SHOWROOM ACCESSORIES

70	TABLES
71	PICTURES
72	TREES
74	ACCESSORIES
180	SIGN FROM AD LAB

Group: 167-BUILDING IMPROVEMENTS

93	BUILDING IMPROVEMENTS
108	CARPET, FLOORS, WALLPAPER
123	BUILDING IMPROVEMENTS
124	BUILDING IMPROVEMENTS
125	BUILDING IMPROVEMENTS
126	BUILDING IMPROVEMENTS
133	GRAVEL
134	LANDSCAPING
141	LANDSCAPING
142	LANDSCAPING
153	PARKING LOT
155	DIRT WORK FOR DRIVE
156	LANDSCAPE
157	DIRT WORK FOR DRIVE
170	LANDSCAPING
175	PARKING LOT IMPROVEMENT
176	OVERHEAD DOOR
183	Addition
184	Electrical Work

86489 MEADOWBROOK FURNITURE, INC.

64-0819701

Book Asset Detail 1/01/10 - 12/31/10

FYE: 12/31/2010

Asset	d t	Property Description
Group: 168-MARKET SHOWROOM ASSET		
127		SHOWROOM ACCESSORIES
128		SHOWROOM ACCESSORIES

INVENTORY

February	March	2011	MONTH	END	REPORT
FABRIC	\$91,817.75				
POLY & FIBER	\$28,532.90				
FRAMES	\$1,619.56				
CUTTING	\$1,089.85				
SEWING	\$17,507.67				
UPHOLSTERY	\$29,009.78				
BAGS	\$17,100.20				
LEGS	\$8,357.21				
STAPLES	\$1,666.30				
SPRINGS	\$6,417.88				
SHOWOOD	\$16,529.96				
CARDBOARD	\$359.88				
TABLES	\$3,658.00				
FINISHED GOOD	\$1,006.00 \$23,944.00				
CUT & SEW	\$148,134.41				
WIP	\$4,951.69				
	\$130,667.13				

377,753.13

B6D (Official Form 6D) (12/07)

In re **Meadowbrook Furniture, Inc.**

Case No. _____

Debtor

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS

State the name, mailing address, including zip code, and last four digits of any account number of all entities holding claims secured by property of the debtor as of the date of filing of the petition. The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. List creditors holding all types of secured interests such as judgment liens, garnishments, statutory liens, mortgages, deeds of trust, and other security interests.

List creditors in alphabetical order to the extent practicable. If a minor child is a creditor, the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m). If all secured creditors will not fit on this page, use the continuation sheet provided.

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor", include the entity on the appropriate schedule of creditors, and complete Schedule H - Codebtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H", "W", "J", or "C" in the column labeled "Husband, Wife, Joint, or Community".

If the claim is contingent, place an "X" in the column labeled "Contingent". If the claim is unliquidated, place an "X" in the column labeled "Unliquidated". If the claim is disputed, place an "X" in the column labeled "Disputed". (You may need to place an "X" in more than one of these three columns.)

Total the columns labeled "Amount of Claim Without Deducting Value of Collateral" and "Unsecured Portion, if Any" in the boxes labeled "Total(s)" on the last sheet of the completed schedule. Report the total from the column labeled "Amount of Claim" also on the Summary of Schedules and, if the debtor is an individual with primarily consumer debts, report the total from the column labeled "Unsecured Portion" on the Statistical Summary of Certain Liabilities and Related Data.

☐ Check this box if debtor has no creditors holding secured claims to report on this Schedule D.

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	H U S B A N D W I F E J O I N T C O M M U N I T Y	DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
Account No.								
Amerisource Funding, Inc. 7225 Langry Street Houston, TX 77040	X	-	*claim amount is less reserve*					
			Value \$ 58,571.21				58,571.21	0.00
Account No.								
Bancorp South Bank, Sourcing Trustee for MBFC, Corporate Trust Department 525 East Capital Street Jackson, MS 39201	X	-	Plant, equipment and inventory at 266 Meadowbrook Drive, Hickory Flat, MS 38633, accounts, general intangibles and chattel paper. Secures letter of credit issued to Mississippi Business Finance Corp and other debt.	X				
			Value \$ 977,753.00				194,000.00	0.00
Account No.								
Special Procedures IRS - Stop 31 P.O. Box 1107 Nashville, TN 37202		-	Lien filed for unpaid 941 taxes					
			Value \$ 48,000.00				48,000.00	0.00
Account No.								
STI Fabrics and Trim, Inc. P.O. Box 398 515 Marie Street Kings Mountain, NC 28086		-	Claimant sold fabric to Debtor and filed a Notice of Laborer's and Materialmen's lien in the Chancery Clerk's Office of Benton County, MS. Debtor denies that STI has a lien and has scheduled STI in Schedule F.					
			Value \$ 0.00				0.00	0.00
Subtotal (Total of this page)							300,571.21	0.00
Total (Report on Summary of Schedules)							300,571.21	0.00

0 continuation sheets attached

In re **Meadowbrook Furniture, Inc.**

Case No. _____

Debtor

SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS

A complete list of claims entitled to priority, listed separately by type of priority, is to be set forth on the sheets provided. Only holders of unsecured claims entitled to priority should be listed in this schedule. In the boxes provided on the attached sheets, state the name, mailing address, including zip code, and last four digits of the account number, if any, of all entities holding priority claims against the debtor or the property of the debtor, as of the date of the filing of the petition. Use a separate continuation sheet for each type of priority and label each with the type of priority.

The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. If a minor child is a creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. § 112 and Fed. R. Bankr. P. 1007(m).

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor," include the entity on the appropriate schedule of creditors, and complete Schedule H-Codebtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the claim is contingent, place an "X" in the column labeled "Contingent." If the claim is unliquidated, place an "X" in the column labeled "Unliquidated." If the claim is disputed, place an "X" in the column labeled "Disputed." (You may need to place an "X" in more than one of these three columns.)

Report the total of claims listed on each sheet in the box labeled "Subtotals" on each sheet. Report the total of all claims listed on this Schedule E in the box labeled "Total" on the last sheet of the completed schedule. Report this total also on the Summary of Schedules.

Report the total of amounts entitled to priority listed on each sheet in the box labeled "Subtotals" on each sheet. Report the total of all amounts entitled to priority listed on this Schedule E in the box labeled "Totals" on the last sheet of the completed schedule. Individual debtors with primarily consumer debts report this total also on the Statistical Summary of Certain Liabilities and Related Data.

Report the total of amounts not entitled to priority listed on each sheet in the box labeled "Subtotals" on each sheet. Report the total of all amounts not entitled to priority listed on this Schedule E in the box labeled "Totals" on the last sheet of the completed schedule. Individual debtors with primarily consumer debts report this total also on the Statistical Summary of Certain Liabilities and Related Data.

☐ Check this box if debtor has no creditors holding unsecured priority claims to report on this Schedule E.

TYPES OF PRIORITY CLAIMS (Check the appropriate box(es) below if claims in that category are listed on the attached sheets)☐ **Domestic support obligations**

Claims for domestic support that are owed to or recoverable by a spouse, former spouse, or child of the debtor, or the parent, legal guardian, or responsible relative of such a child, or a governmental unit to whom such a domestic support claim has been assigned to the extent provided in 11 U.S.C. § 507(a)(1).

☐ **Extensions of credit in an involuntary case**

Claims arising in the ordinary course of the debtor's business or financial affairs after the commencement of the case but before the earlier of the appointment of a trustee or the order for relief. 11 U.S.C. § 507(a)(3).

☐ **Wages, salaries, and commissions**

Wages, salaries, and commissions, including vacation, severance, and sick leave pay owing to employees and commissions owing to qualifying independent sales representatives up to \$11,725* per person earned within 180 days immediately preceding the filing of the original petition, or the cessation of business, whichever occurred first, to the extent provided in 11 U.S.C. § 507(a)(4).

☐ **Contributions to employee benefit plans**

Money owed to employee benefit plans for services rendered within 180 days immediately preceding the filing of the original petition, or the cessation of business, whichever occurred first, to the extent provided in 11 U.S.C. § 507(a)(5).

☐ **Certain farmers and fishermen**

Claims of certain farmers and fishermen, up to \$5,775* per farmer or fisherman, against the debtor, as provided in 11 U.S.C. § 507(a)(6).

☐ **Deposits by individuals**

Claims of individuals up to \$2,600* for deposits for the purchase, lease, or rental of property or services for personal, family, or household use, that were not delivered or provided. 11 U.S.C. § 507(a)(7).

☒ **Taxes and certain other debts owed to governmental units**

Taxes, customs duties, and penalties owing to federal, state, and local governmental units as set forth in 11 U.S.C. § 507(a)(8).

☐ **Commitments to maintain the capital of an insured depository institution**

Claims based on commitments to the FDIC, RTC, Director of the Office of Thrift Supervision, Comptroller of the Currency, or Board of Governors of the Federal Reserve System, or their predecessors or successors, to maintain the capital of an insured depository institution. 11 U.S.C. § 507(a)(9).

☐ **Claims for death or personal injury while debtor was intoxicated**

Claims for death or personal injury resulting from the operation of a motor vehicle or vessel while the debtor was intoxicated from using alcohol, a drug, or another substance. 11 U.S.C. § 507(a)(10).

* Amount subject to adjustment on 4/01/13, and every three years thereafter with respect to cases commenced on or after the date of adjustment.

B6E (Official Form 6E) (4/10) - Cont.

In re **Meadowbrook Furniture, Inc.**

Case No. _____

Debtor

SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS
(Continuation Sheet)

**Taxes and Certain Other Debts
Owed to Governmental Units**

TYPE OF PRIORITY

CREDITOR'S NAME, AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E B O R	H W J C	Husband, Wife, Joint, or Community DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
								AMOUNT ENTITLED TO PRIORITY
Account No.			Real property taxes on real estate in Hickory Flat, MS				7,356.13	
Betty Hobson Tax Collector P.O. Box 337 Ashland, MS 38603		-						0.00
								7,356.13
Account No.			Withholding taxes				12,524.26	
Mississippi State Tax Commission P.O. Box 23075 Jackson, MS 39225-3075		-						0.00
								12,524.26
Account No.			Sales and use tax				350.00	
State of MS, MS Dept. of Revenue Sales and Use Tax Bureau P.O. Box 1033 Jackson, MS 39215		-						0.00
								350.00
Account No.								
Account No.								

Sheet **1** of **1** continuation sheets attached to
Schedule of Creditors Holding Unsecured Priority Claims

Subtotal
(Total of this page)

0.00
20,230.39

Total
(Report on Summary of Schedules)

0.00
20,230.39

B6F (Official Form 6F) (12/07)

In re **Meadowbrook Furniture, Inc.**

Case No. _____

Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

State the name, mailing address, including zip code, and last four digits of any account number, of all entities holding unsecured claims without priority against the debtor or the property of the debtor, as of the date of filing of the petition. The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. If a minor child is a creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. § 112 and Fed. R. Bankr. P. 1007(m). Do not include claims listed in Schedules D and E. If all creditors will not fit on this page, use the continuation sheet provided.

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor," include the entity on the appropriate schedule of creditors, and complete Schedule H - Codebtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community."

If the claim is contingent, place an "X" in the column labeled "Contingent." If the claim is unliquidated, place an "X" in the column labeled "Unliquidated." If the claim is disputed, place an "X" in the column labeled "Disputed." (You may need to place an "X" in more than one of these three columns.)

Report the total of all claims listed on this schedule in the box labeled "Total" on the last sheet of the completed schedule. Report this total also on the Summary of Schedules and, if the debtor is an individual with primarily consumer debts, report this total also on the Statistical Summary of Certain Liabilities and Related Data.

☐ Check this box if debtor has no creditors holding unsecured claims to report on this Schedule F.

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	H U S B A N D W I F E J O I N T C O M M U N I T Y	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
Account No. A+ Frames P.O. Box 667 Mooreville, MS 38857		-					26,817.56
Account No. Aadvantage International Fabrics P.O. Box 100895 Atlanta, GA 30385-4174		-					6,484.68
Account No. ADT Security Systems P.O. Box 371956 Pittsburgh, PA 15250-7956		-					766.36
Account No. American Decorative Fabrics 295 Fifth Avenue, Suite 812 New York, NY 10016		-					12,618.74
Subtotal (Total of this page)							46,687.34

23 continuation sheets attached

B6F (Official Form 6F) (12/07) - Cont.

In re Meadowbrook Furniture, Inc., Case No. _____
Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	H U S B A N D, W I F E, J O I N T, O R C O M M U N I T Y	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
Account No.							
American Express P.O. Box 650448 Dallas, TX 75265-0448	-						21,151.08
Account No.							
Andy Ward 329 McClellan Avenue Mc Clellanville, SC 29458	-						1,675.79
Account No.							
Averitt Express P.O. Box 3145 Cookeville, TN 38502-3145	-						30.00
Account No.							
Barry Newmark Newmark and Associates 1169 Reelfoot Lake Drive Chesterfield, MO 63017	-						118.45
Account No.							
Baxter Bailey & Associates 1630 Goodman Road E Attn: JT Reesor/MST Express Southaven, MS 38671	-						7,381.24
Sheet no. <u>1</u> of <u>23</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							
Subtotal (Total of this page)							30,356.56

B6F (Official Form 6F) (12/07) - Cont.

In re Meadowbrook Furniture, Inc., Case No. _____
Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community		C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		H W J C	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No.							
Beaver Paper and Graphic Media P.O. Box Charlotte, NC 28289-0295	-						1,611.59
Account No.							
Benton County Waste, Inc. P.O. Box 236 Ashland, MS 38603	-						1,772.07
Account No.							
Bernett International Trading, LLC 445 South Figueroa Street Suite 2250 Los Angeles, CA 90071	-						5,000.00
Account No.							
Best Chance Janitor Supply P.O. Box 9 Olive Branch, MS 38654	-						283.00
Account No.							
Caldwell Freight Lines P.O. Box 405763 Atlanta, GA 30384-5763	-						1,337.39
Sheet no. <u>2</u> of <u>23</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							
Subtotal (Total of this page)							10,004.05

B6F (Official Form 6F) (12/07) - Cont.

In re Meadowbrook Furniture, Inc., Case No. _____
Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E D E B T O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No. Cardmember Services P.O. Box 94014 Palatine, IL 60094-4014	-					6,263.95
Account No. Chickasaw Container P.O. Box 49 Industrial Park Road Okolona, MS 38860	-					1,540.13
Account No. Chiles Sales Company 1860 Grovecrest Germantown, TN 38139	-					5,060.20
Account No. Chip Carmical 245 N Highland Avenue, Suite 512 Atlanta, GA 30307	-					2,208.60
Account No. Coface Collections North America, Inc. Re: Valdese Weavers, LLC P.O. Box 8510 Metairie, LA 70011-8510	-	NOTICE ONLY				0.00
Sheet no. <u>3</u> of <u>23</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						Subtotal (Total of this page) 15,072.88

B6F (Official Form 6F) (12/07) - Cont.

In re **Meadowbrook Furniture, Inc.**

Case No. _____

Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No.						
Compass Funding Solutions PJL Transportation LLC 15 West 580 N. Frontage Road Willowbrook, IL 60527	-					9,736.12
Account No.						
Confortaire, Inc. 2133 South Veterans Tupelo, MS 38804	-					452,024.60
Account No.						
Culp, Inc. 2307-C West Main Street Tupelo, MS 38801-3105	-					21,679.85
Account No.						
David C. Poole Co. Inc. P.O. Box 890190 Charlotte, NC 28289-0190	-					11,462.63
Account No.						
David Kee 4410 Tappan Zee Amarillo, TX 79121	-					7,610.24
Sheet no. <u>4</u> of <u>23</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						
Subtotal (Total of this page)						502,513.44

B6F (Official Form 6F) (12/07) - Cont.

In re Meadowbrook Furniture, Inc., Case No. _____
Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No.						
Direct Textile 1338 W Holt Avenue Pomona, CA 91768	-					1,739.96
Account No.						
Direct TV P.O. Box 538605 Atlanta, GA 30353	-					57.69
Account No.						
E Fire 2075 McCullough Blvd Tupelo, MS 38801	-					290.29
Account No.						
Edward Sullivan 7731 Dublin Wichita, KS 67206	-					1,854.64
Account No.						
Edward W. Herbert 3473 Cutter Lane Maineville, OH 45039	-					295.70
Sheet no. <u>5</u> of <u>23</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						
Subtotal (Total of this page)						4,238.28

B6F (Official Form 6F) (12/07) - Cont.

In re Meadowbrook Furniture, Inc., Case No. _____
Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E D E B T O R	Husband, Wife, Joint, or Community		C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		H W J C	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No.							
Estes Freight 2536 Powell Road Nashville, TN 37204	-						118.28
Account No.							
Farin Dyson Enterprise, Inc. 811 Matt Lane Hensley, AR 72065	-						8,431.00
Account No.							
Fastening Solutions, Inc. P.O. Box 11407 Birmingham, AL 35246	-						8,731.51
Account No.							
Fastner South Corporation c/o Gree Lee 748 Freeland Station Road Nashville, TN 37228	-						1,200.60
Account No.							
Fibrecraft Inc. P.O. Box 2365 Tupelo, MS 38803	-						1,406.40
Sheet no. <u>6</u> of <u>23</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							
Subtotal (Total of this page)							19,887.79

B6F (Official Form 6F) (12/07) - Cont.

In re Meadowbrook Furniture, Inc., Case No. _____
Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No.						
Foster Tire & Road Service P.O. Box 393 Hwy 179 Hickory Flat, MS 38633	-					144.22
Account No.						
Furniture Row Express, LLC 24000 East 19th Avenue Aurora, CO 80019	-					17,265.57
Account No.						
George Garza 607 Ramble Wood Houston, TX 77079	-					13,413.22
Account No.						
Gerald E. Garner 1611 CR 703 Blue Mountain, MS 38610	-					250.00
Account No.						
GMAC Commercial Finance, LLC (Regal Fabrics, Inc.) 1290 Avenue of the Americas New York, NY 10104	-					3,605.84
Sheet no. <u>7</u> of <u>23</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						
Subtotal (Total of this page)						34,678.85

B6F (Official Form 6F) (12/07) - Cont.

In re Meadowbrook Furniture, Inc., Case No. _____
Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community		C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		H W J C	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No. Guardian P.O. Box 95101 Chicago, IL 60694-5101	-						1,090.58
Account No. Gum Tree Fabrics P.O. Box 7278 Tupelo, MS 38802-7278	-						9,000.05
Account No. Henson Distribution Corp. 211 West Bankhead Street P.O. Box 999 New Albany, MS 38652-0999	-						3,782.24
Account No. Hickory Springs P.O. Box 9237 Hickory, NC 28603	-						21,374.69
Account No. James W. Henley, attorney GMAC Commercial Finance 141 Caldwell Drive P.O. Box 509 Hazlehurst, MS 39083	-		NOTICE ONLY				Unknown
Sheet no. <u>8</u> of <u>23</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							35,247.56
Subtotal (Total of this page)							35,247.56

B6F (Official Form 6F) (12/07) - Cont.

In re Meadowbrook Furniture, Inc., Case No. _____
Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	H U S B A N D, W I F E, J O I N T, O R C O M M U N I T Y	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
Account No.							
Jerig, Inc. 20423 State Road 7 #F6#248 Boca Raton, FL 33498	-						3,441.81
Account No.							
Jimmy Sewell 808 Pontocola Rd Pontotoc, MS 38863	-						230.00
Account No.							
JLA Fabrics P.O. Box 938 Attn: Patricia Richards Fremont, CA 94537	-						947.27
Account No.							
Joan Fabrics The CIT Group/Commercial Services P.O. Box 1036 Charlotte, NC 28201-1036	-						349.98
Account No.							
L. Kianoff & Associates, Inc. 122 22nd Street South Birmingham, AL 35205	-						3,206.25
Sheet no. <u>9</u> of <u>23</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							
Subtotal (Total of this page)							8,175.31

B6F (Official Form 6F) (12/07) - Cont.

In re Meadowbrook Furniture, Inc., Case No. _____
Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No.						
Leggett and Platt P.O. Box 198747 Atlanta, GA 30384-8747	-					22,403.52
Account No.						
Lincoln National Life Insurance P.O. Box 0821 Carol Stream, IL 60132-0821	-					2,462.67
Account No.						
Loomcraft Textiles 2516 Industry Drive Burlington, NC 27215-8961	-					162.22
Account No.						
Market Square Furniture Plaza P.O. Box 277758 Atlanta, GA 30384-7758	-					24,948.64
Account No.						
Max Carey 501 E Melendy Street Ludington, MI 49431	-					804.05
Sheet no. <u>10</u> of <u>23</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						
Subtotal (Total of this page)						50,781.10

B6F (Official Form 6F) (12/07) - Cont.

In re Meadowbrook Furniture, Inc., Case No. _____
Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community		C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		H	W				
Account No.							
McDonnell Insurance Inc. 7200 Goodlett Farms Parkway Cordova, TN 38088-1420	-						17,230.00
Account No.							
McLemore and Associates, LLC 6579 Eastwood Glen Drive Montgomery, AL 36117	-						2,153.09
Account No.							
McNeely Plastics 1111 Industrial Park Drive Clinton, MS 39056	-						18,099.15
Account No.							
Mel Reitman 640 Prairie #138 Wilmette, IL 60091	-						3,854.21
Account No.							
Microfibres, Inc. P.O. Box 478 Belden, MS 38826-0478	-						1,828.50
Sheet no. <u>11</u> of <u>23</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							
Subtotal (Total of this page)							43,164.95

B6F (Official Form 6F) (12/07) - Cont.

In re Meadowbrook Furniture, Inc., Case No. _____
Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E D E B T O R	Husband, Wife, Joint, or Community		C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		H W J C	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No.							
Mid-South Marketing Systems 2677 Mt. Moriah Memphis, TN 38115		-					314.38
Account No.							
Mike Loosier 848 Hwy 19 Lot 47 Leesburg, GA 31763		-					1,084.05
Account No.							
Mississippi Business Finance Corporation 1306 Walter Sillers Building 550 High Street Jackson, MS 39202		-					194,000.00
Account No.							
Mississippi Labor Law Poster 1625 E County Line Road #200-15 Jackson, MS 39211		-					57.25
Account No.							
Morgan Fabrics P.O. Box 58523 Los Angeles, CA 90058-0523		-					49,286.84
Sheet no. <u>12</u> of <u>23</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							
Subtotal (Total of this page)							244,742.52

B6F (Official Form 6F) (12/07) - Cont.

In re Meadowbrook Furniture, Inc., Case No. _____
Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E D E B T O R	Husband, Wife, Joint, or Community		C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		H W J C	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No.							
National Fabrics P.O. Box 603 Tupelo, MS 38802	-						1,200.55
Account No.							
New Albany Gazette P.O. Box 300 New Albany, MS 38652	-						135.20
Account No.							
New Albany Light, Gas, Water P.O. Drawer 727 New Albany, MS 38652	-						9,005.58
Account No.							
Norwood Trucking c/o Renasant Bank Tupelo, MS 38802	-						11,794.05
Account No.							
Pitney Bowes Global Financial Services LLC P.O. Box 371887 Pittsburgh, PA 15250-7887	-						276.83
Sheet no. <u>13</u> of <u>23</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							
Subtotal (Total of this page)							22,412.21

B6F (Official Form 6F) (12/07) - Cont.

In re Meadowbrook Furniture, Inc., Case No. _____
Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No.						
Polyester Fibers, LLC Wells Fargo Bank P.O. Box 535222 Atlanta, GA 30353-5222	-					14,017.06
Account No.						
Pontotoc Die Cutting P.O. Box 594 Pontotoc, MS 38863	-					4,595.29
Account No.						
Precision Blades 120 Bauhaus Drive Tupelo, MS 38801	-					154.77
Account No.						
Purchase Power P.O. Box 371874 Pittsburgh, PA 15250-7874	-					1,122.09
Account No.						
Quality Packaging P.O. Box 7004 High Point, NC 27264	-					7,067.52
Sheet no. <u>14</u> of <u>23</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						
Subtotal (Total of this page)						26,956.73

Debtor

Best Case Bankruptcy

B6F (Official Form 6F) (12/07) - Cont.

In re Meadowbrook Furniture, Inc., Case No. _____
Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No.						
Royal International LLC P.O. Box 2024 Tupelo, MS 38803	-					22,648.48
Account No.						
Royal Manufacturing, Inc. 4525 A Frederick Dr. SW Atlanta, GA 30336	-					3,362.24
Account No.						
Rusken Packaging, Inc. Dept # 1726 P.O. Box 11407 Birmingham, AL 35246-1726	-					9,252.00
Account No.		NOTICE ONLY				
Russell L. Mikow, attorney Polyester Fibers, LLC Washington Bldg 4650 N. Port Washington Road Milwaukee, WI 53212-1059	-					0.00
Account No.						
Rutledge Printing Co P.O. Box 29 100 West Main Street New Albany, MS 38652	-					689.76
Sheet no. <u>16</u> of <u>23</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						
Subtotal (Total of this page)						35,952.48

B6F (Official Form 6F) (12/07) - Cont.

In re Meadowbrook Furniture, Inc., Case No. _____
Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E D E B T O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No.						
Safeguard Business System P.O. Box 88043 Chicago, IL 60680-1043	-					3,366.31
Account No.						
Sam's Club P.O. Box 530981 Atlanta, GA 30353-0981	-					3,638.96
Account No.						
Seneca/DBA Design Automation P.O. Box 3360 Des Moines, IA 50316	-					146.93
Account No.						
Sewn Products Equipment P.O. Box 357 Jefferson, GA 30549	-					601.46
Account No.						
State Farm 1915 Cliff Gookin Blvd. Tupelo, MS 38801	-					659.31
Sheet no. <u>17</u> of <u>23</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						
Subtotal (Total of this page)						8,412.97

B6F (Official Form 6F) (12/07) - Cont.

In re Meadowbrook Furniture, Inc., Case No. _____
Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	H U S B A N D, W I F E, J O I N T, O R C O M M U N I T Y	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
Account No.							
Stein Fibers, Ltd. Milberg Factors, Inc. 99 Park Avenue New York, NY 10016	-						81,865.11
Account No.			NOTICE ONLY				
Stephen J. Cramblitt, Jr., attorney Confortaire, Inc. One Mississippi Plaza 201 South Spring Street, Seventh Floor Tupelo, MS 38804	-						0.00
Account No.							
Steve Hall 39 Spencer Cove Hattiesburg, MS 39402	-						8,352.38
Account No.							
STI Fabrics & Trim Inc. P.O. Box 535353 Atlanta, GA 30353-5353	-						112,212.49
Account No.							
Sunset Logistics of Mississippi P.O. Box 986 New Albany, MS 38652	-						3,550.00
Sheet no. <u>18</u> of <u>23</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							
Subtotal (Total of this page)							205,979.98

B6F (Official Form 6F) (12/07) - Cont.

In re Meadowbrook Furniture, Inc., Case No. _____
Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No.		NOTICE ONLY				
Thad J. Mueller, attorney Ultra Comfort Foam Co., Inc. Regions Bank, Second Floor 112 East Bankhead Street, Suite A New Albany, MS 38652	-					0.00
Account No.						
Thomas Electronics P.O. Box 1432 Saltillo, MS 38866	-					822.72
Account No.		NOTICE ONLY				
Thomas M. McElroy, attorney Quality Packaging Corporation 301 North Broadway P.O. Box 1450 Tupelo, MS 38802	-					0.00
Account No.						
Thompson-Bump 5479 Prospect Ct High Point, NC 27263	-					11,568.00
Account No.						
TM Poly Film Inc. 503 Ind. Blvd Valdosta, GA 31601	-					15,060.50
Sheet no. <u>19</u> of <u>23</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						
Subtotal (Total of this page)						27,451.22

B6F (Official Form 6F) (12/07) - Cont.

In re Meadowbrook Furniture, Inc., Case No. _____
Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community		C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		H W J C	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No.							
Town of Hickory Flat P.o. Box 479 Hickory Flat, MS 38633	-						34.79
Account No.							
Treasurer, State of Ohio Divisoin of Ind Comp Bedding 6606 Tussing Road, P.O. Box 4009 Reynoldsburg, OH 43068-9009	-						50.00
Account No.							
Trib Group Ltd. 2775 Cruse Road Suite 2401 Lawrenceville, GA 30044	-						7,210.00
Account No.							
Tullos Supply Company P.O. Box 1509 102 West Tenth Street Verona, MS 38879	-						224.25
Account No.							
Tupelo Furniture Market Inc. 1879 N. Coley Road Tupelo, MS 38801	-						14,350.00
Sheet no. <u>20</u> of <u>23</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							
Subtotal (Total of this page)							21,869.04

B6F (Official Form 6F) (12/07) - Cont.

In re Meadowbrook Furniture, Inc., Case No. _____
Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E D E B T O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No.						
Tupelo Photographic, Inc. 4189 Rob Drive Tupelo, MS 38801	-					5,282.07
Account No.						
Tupelo Sewing Supply P.O. Box 1708 Tupelo, MS 38802	-					2,198.73
Account No.						
Ultra Comfort Foam Co. 431 North Glenfield Rd. New Albany, MS 38652	-					43,799.28
Account No.						
United Sewing Machine Sales 3280 McCullough Blvd Belden, MS 38826	-					347.38
Account No.						
UPS Freight P.O. Box 730900 Dallas, TX 75373-0900	-					1,406.25
Sheet no. <u>21</u> of <u>23</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						
Subtotal (Total of this page)						53,033.71

B6F (Official Form 6F) (12/07) - Cont.

In re Meadowbrook Furniture, Inc., Case No. _____
Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community		C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		H	W				
Account No.							
US Lawns of Northeast MS 915 Sam Barkley Drive New Albany, MS 38652	-						900.00
Account No.							
Utah Department Agriculture and Food P.O. Box 146500 Salt Lake City, UT 84114-6500	-						130.00
Account No.							
Valdese Weavers, LLC 1000 Perkins Road Valdese, NC 28690	-						1,625.84
Account No.							
Weatherall's Inc. P.O. Drawer 87 Tupelo, MS 38802	-						1,821.32
Account No.							
Westlake Rugao Fabrics American Decorative Fabrics 295 Fifth Avenue, Suite 812 New York, NY 10016	-						24.64
Sheet no. <u>22</u> of <u>23</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							
Subtotal (Total of this page)							4,501.80

B6F (Official Form 6F) (12/07) - Cont.

In re Meadowbrook Furniture, Inc., Case No. _____
Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community		C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		H W J C	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No.							
WHH Inc. 1027 Champions Circle Simpsonville, KY 40067	-						195.20
Account No.							
Whitaker Sales P.O. Box 1400 119 Midway Drive Verona, MS 38879	-						21,616.83
Account No.							
Wiese Planning and Engineering P.O. Box 60106 Saint Louis, MO 63160	-						33.18
Account No.							
Wiseway Transportation Services NW 5182 P.O. Box 1450 Minneapolis, MN 55485-5182	-						125.00
Account No.							
Wurzburg, Inc. P.O. Box 710 Memphis, TN 38101-0710	-						46.19
Sheet no. <u>23</u> of <u>23</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							
Subtotal (Total of this page)							22,016.40
Total (Report on Summary of Schedules)							1,484,416.61

B6G (Official Form 6G) (12/07)

In re Meadowbrook Furniture, Inc. Case No. _____
Debtor

SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES

Describe all executory contracts of any nature and all unexpired leases of real or personal property. Include any timeshare interests. State nature of debtor's interest in contract, i.e., "Purchaser", "Agent", etc. State whether debtor is the lessor or lessee of a lease. Provide the names and complete mailing addresses of all other parties to each lease or contract described. If a minor child is a party to one of the leases or contracts, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

☐ Check this box if debtor has no executory contracts or unexpired leases.

Name and Mailing Address, Including Zip Code, of Other Parties to Lease or Contract	Description of Contract or Lease and Nature of Debtor's Interest. State whether lease is for nonresidential real property. State contract number of any government contract.
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B6H (Official Form 6H) (12/07)

In re Meadowbrook Furniture, Inc. Case No. _____
Debtor

SCHEDULE H - CODEBTORS

Provide the information requested concerning any person or entity, other than a spouse in a joint case, that is also liable on any debts listed by debtor in the schedules of creditors. Include all guarantors and co-signers. If the debtor resides or resided in a community property state, commonwealth, or territory (including Alaska, Arizona, California, Idaho, Louisiana, Nevada, New Mexico, Puerto Rico, Texas, Washington, or Wisconsin) within the eight year period immediately preceding the commencement of the case, identify the name of the debtor's spouse and of any former spouse who resides or resided with the debtor in the community property state, commonwealth, or territory. Include all names used by the nondebtor spouse during the eight years immediately preceding the commencement of this case. If a minor child is a codebtor or a creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

☐ Check this box if debtor has no codebtors.

NAME AND ADDRESS OF CODEBTOR	NAME AND ADDRESS OF CREDITOR
Julie Gough 2137 Applewood Street Tupelo, MS 38804	Bancorp South Bank, Sourcing Trustee for MBFC, Corporate Trust Department 525 East Capital Street Jackson, MS 39201
Julie Gough	Amerisource Funding, Inc. 7225 Langry Street Houston, TX 77040
Phillip Gough 2137 Applewood Street Tupelo, MS 38804	Bancorp South Bank, Sourcing Trustee for MBFC, Corporate Trust Department 525 East Capital Street Jackson, MS 39201

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continuation sheets attached to Schedule of Codebtors

**United States Bankruptcy Court
Northern District of Mississippi**In re **Meadowbrook Furniture, Inc.**

Debtor(s)

Case No.

Chapter

7**DECLARATION CONCERNING DEBTOR'S SCHEDULES**

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, the President of the corporation named as debtor in this case, declare under penalty of perjury that I have read the foregoing summary and schedules, consisting of **47** sheets, and that they are true and correct to the best of my knowledge, information, and belief.

Date **May 24, 2011**Signature **/s/ Phillip Gough****Phillip Gough
President**

Penalty for making a false statement or concealing property: Fine of up to \$500,000 or imprisonment for up to 5 years or both.
18 U.S.C. §§ 152 and 3571.

B7 (Official Form 7) (04/10)

**United States Bankruptcy Court
Northern District of Mississippi**

In re Meadowbrook Furniture, Inc.

Debtor(s)

Case No.

Chapter

7

STATEMENT OF FINANCIAL AFFAIRS

This statement is to be completed by every debtor. Spouses filing a joint petition may file a single statement on which the information for both spouses is combined. If the case is filed under chapter 12 or chapter 13, a married debtor must furnish information for both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed. An individual debtor engaged in business as a sole proprietor, partner, family farmer, or self-employed professional, should provide the information requested on this statement concerning all such activities as well as the individual's personal affairs. To indicate payments, transfers and the like to minor children, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. § 112; Fed. R. Bankr. P. 1007(m).

Questions 1 - 18 are to be completed by all debtors. Debtors that are or have been in business, as defined below, also must complete Questions 19 - 25. **If the answer to an applicable question is "None," mark the box labeled "None."** If additional space is needed for the answer to any question, use and attach a separate sheet properly identified with the case name, case number (if known), and the number of the question.

DEFINITIONS

"In business." A debtor is "in business" for the purpose of this form if the debtor is a corporation or partnership. An individual debtor is "in business" for the purpose of this form if the debtor is or has been, within six years immediately preceding the filing of this bankruptcy case, any of the following: an officer, director, managing executive, or owner of 5 percent or more of the voting or equity securities of a corporation; a partner, other than a limited partner, of a partnership; a sole proprietor or self-employed full-time or part-time. An individual debtor also may be "in business" for the purpose of this form if the debtor engages in a trade, business, or other activity, other than as an employee, to supplement income from the debtor's primary employment.

"Insider." The term "insider" includes but is not limited to: relatives of the debtor; general partners of the debtor and their relatives; corporations of which the debtor is an officer, director, or person in control; officers, directors, and any owner of 5 percent or more of the voting or equity securities of a corporate debtor and their relatives; affiliates of the debtor and insiders of such affiliates; any managing agent of the debtor. 11 U.S.C. § 101.

1. Income from employment or operation of business

None

☐

State the gross amount of income the debtor has received from employment, trade, or profession, or from operation of the debtor's business, including part-time activities either as an employee or in independent trade or business, from the beginning of this calendar year to the date this case was commenced. State also the gross amounts received during the **two years** immediately preceding this calendar year. (A debtor that maintains, or has maintained, financial records on the basis of a fiscal rather than a calendar year may report fiscal year income. Identify the beginning and ending dates of the debtor's fiscal year.) If a joint petition is filed, state income for each spouse separately. (Married debtors filing under chapter 12 or chapter 13 must state income of both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

AMOUNT

\$8,688,116.68

SOURCE

2009: Furniture Manufacture**\$6,895,056.29****2010: Furniture Manufacture****\$1,048,819.56****2011 YTD: Furniture Manufacture**

2. Income other than from employment or operation of business

None

☒

State the amount of income received by the debtor other than from employment, trade, profession, or operation of the debtor's business during the **two years** immediately preceding the commencement of this case. Give particulars. If a joint petition is filed, state income for each spouse separately. (Married debtors filing under chapter 12 or chapter 13 must state income for each spouse whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

AMOUNT

SOURCE

3. Payments to creditors

None ☒ **Complete a. or b., as appropriate, and c.**

a. *Individual or joint debtor(s) with primarily consumer debts.* List all payments on loans, installment purchases of goods or services, and other debts to any creditor made within **90 days** immediately preceding the commencement of this case unless the aggregate value of all property that constitutes or is affected by such transfer is less than \$600. Indicate with an (*) any payments that were made to a creditor on account of a domestic support obligation or as part of an alternative repayment schedule under a plan by an approved nonprofit budgeting and credit counseling agency. (Married debtors filing under chapter 12 or chapter 13 must include payments by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR	DATES OF PAYMENTS	AMOUNT PAID	AMOUNT STILL OWING
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None ☐ b. *Debtor whose debts are not primarily consumer debts:* List each payment or other transfer to any creditor made within **90 days** immediately preceding the commencement of the case unless the aggregate value of all property that constitutes or is affected by such transfer is less than \$5,850*. If the debtor is an individual, indicate with an asterisk (*) any payments that were made to a creditor on account of a domestic support obligation or as part of an alternative repayment schedule under a plan by an approved nonprofit budgeting and credit counseling agency. (Married debtors filing under chapter 12 or chapter 13 must include payments and other transfers by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR	DATES OF PAYMENTS/ TRANSFERS	AMOUNT PAID OR VALUE OF TRANSFERS	AMOUNT STILL OWING
See Attached	January 6, 2011 to present	\$969,850.20	\$0.00

***The amount still owing for these particular creditors is unknown ***

None ☒ c. *All debtors:* List all payments made within **one year** immediately preceding the commencement of this case to or for the benefit of creditors who are or were insiders. (Married debtors filing under chapter 12 or chapter 13 must include payments by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR AND RELATIONSHIP TO DEBTOR	DATE OF PAYMENT	AMOUNT PAID	AMOUNT STILL OWING
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4. Suits and administrative proceedings, executions, garnishments and attachments

None ☐ a. List all suits and administrative proceedings to which the debtor is or was a party within **one year** immediately preceding the filing of this bankruptcy case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

CAPTION OF SUIT AND CASE NUMBER	NATURE OF PROCEEDING	COURT OR AGENCY AND LOCATION	STATUS OR DISPOSITION
Confortaire, Inc. v. Meadowbrook Furniture, Inc. Civil Action No CV-033(R)(L)	Civil	Circuit Court of Lee County, MS	Judgment

None ☐ b. Describe all property that has been attached, garnished or seized under any legal or equitable process within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF PERSON FOR WHOSE BENEFIT PROPERTY WAS SEIZED	DATE OF SEIZURE	DESCRIPTION AND VALUE OF PROPERTY
Internal Revenue Service		

* Amount subject to adjustment on 4/01/13, and every three years thereafter with respect to cases commenced on or after the date of adjustment.

5. Repossessions, foreclosures and returns

- None ☐ List all property that has been repossessed by a creditor, sold at a foreclosure sale, transferred through a deed in lieu of foreclosure or returned to the seller, within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR OR SELLER	DATE OF REPOSSESSION, FORECLOSURE SALE, TRANSFER OR RETURN	DESCRIPTION AND VALUE OF PROPERTY
Textura Home, LLC 10310 Hollybrook Drive Charlotte, NC 28277	March, 2011	Cut and sew kits from China \$106,000.00

6. Assignments and receiverships

- None ☒ a. Describe any assignment of property for the benefit of creditors made within **120 days** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include any assignment by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF ASSIGNEE	DATE OF ASSIGNMENT	TERMS OF ASSIGNMENT OR SETTLEMENT
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- None ☒ b. List all property which has been in the hands of a custodian, receiver, or court-appointed official within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CUSTODIAN	NAME AND LOCATION OF COURT CASE TITLE & NUMBER	DATE OF ORDER	DESCRIPTION AND VALUE OF PROPERTY
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7. Gifts

- None ☒ List all gifts or charitable contributions made within **one year** immediately preceding the commencement of this case except ordinary and usual gifts to family members aggregating less than \$200 in value per individual family member and charitable contributions aggregating less than \$100 per recipient. (Married debtors filing under chapter 12 or chapter 13 must include gifts or contributions by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF PERSON OR ORGANIZATION	RELATIONSHIP TO DEBTOR, IF ANY	DATE OF GIFT	DESCRIPTION AND VALUE OF GIFT
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8. Losses

- None ☒ List all losses from fire, theft, other casualty or gambling within **one year** immediately preceding the commencement of this case **or since the commencement of this case**. (Married debtors filing under chapter 12 or chapter 13 must include losses by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

DESCRIPTION AND VALUE OF PROPERTY	DESCRIPTION OF CIRCUMSTANCES AND, IF LOSS WAS COVERED IN WHOLE OR IN PART BY INSURANCE, GIVE PARTICULARS	DATE OF LOSS
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9. Payments related to debt counseling or bankruptcy

- None ☐ List all payments made or property transferred by or on behalf of the debtor to any persons, including attorneys, for consultation concerning debt consolidation, relief under the bankruptcy law or preparation of the petition in bankruptcy within **one year** immediately preceding the commencement of this case.

NAME AND ADDRESS OF PAYEE	DATE OF PAYMENT, NAME OF PAYOR IF OTHER THAN DEBTOR	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY
David Blaylock, Esq. 6000 Poplar Avenue, Suite 400 Memphis, TN 38119		\$5,000.00

10. Other transfers

- None ☐ a. List all other property, other than property transferred in the ordinary course of the business or financial affairs of the debtor, transferred either absolutely or as security within **two years** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include transfers by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF TRANSFEREE, RELATIONSHIP TO DEBTOR	DATE	DESCRIBE PROPERTY TRANSFERRED AND VALUE RECEIVED
Michael Whitehead 310 Rd 1113 Tupelo, MS 38804	March 2011	Trailer \$4,000.00

- None ☒ b. List all property transferred by the debtor within **ten years** immediately preceding the commencement of this case to a self-settled trust or similar device of which the debtor is a beneficiary.

NAME OF TRUST OR OTHER DEVICE	DATE(S) OF TRANSFER(S)	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY OR DEBTOR'S INTEREST IN PROPERTY
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11. Closed financial accounts

- None ☒ List all financial accounts and instruments held in the name of the debtor or for the benefit of the debtor which were closed, sold, or otherwise transferred within **one year** immediately preceding the commencement of this case. Include checking, savings, or other financial accounts, certificates of deposit, or other instruments; shares and share accounts held in banks, credit unions, pension funds, cooperatives, associations, brokerage houses and other financial institutions. (Married debtors filing under chapter 12 or chapter 13 must include information concerning accounts or instruments held by or for either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF INSTITUTION	TYPE OF ACCOUNT, LAST FOUR DIGITS OF ACCOUNT NUMBER, AND AMOUNT OF FINAL BALANCE	AMOUNT AND DATE OF SALE OR CLOSING
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12. Safe deposit boxes

- None ☒ List each safe deposit or other box or depository in which the debtor has or had securities, cash, or other valuables within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include boxes or depositories of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF BANK OR OTHER DEPOSITORY	NAMES AND ADDRESSES OF THOSE WITH ACCESS TO BOX OR DEPOSITORY	DESCRIPTION OF CONTENTS	DATE OF TRANSFER OR SURRENDER, IF ANY
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13. Setoffs

- None ☒ List all setoffs made by any creditor, including a bank, against a debt or deposit of the debtor within **90 days** preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR DATE OF SETOFF AMOUNT OF SETOFF

14. Property held for another person

None ☐ List all property owned by another person that the debtor holds or controls.

NAME AND ADDRESS OF OWNER Fastening Solutions P.O. Box 11407 Birmingham, AL 35246	DESCRIPTION AND VALUE OF PROPERTY 10 DuoFast staple guns. Debtor is permitted use of staple guns owned by Fastening Solutions because of purchase of staples from Fastening Solutions.	LOCATION OF PROPERTY 266 Meadowbrook Drive Hickory Flat, MS 38633
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15. Prior address of debtor

None ☒ If the debtor has moved within **three years** immediately preceding the commencement of this case, list all premises which the debtor occupied during that period and vacated prior to the commencement of this case. If a joint petition is filed, report also any separate address of either spouse.

ADDRESS NAME USED DATES OF OCCUPANCY

16. Spouses and Former Spouses

None ☒ If the debtor resides or resided in a community property state, commonwealth, or territory (including Alaska, Arizona, California, Idaho, Louisiana, Nevada, New Mexico, Puerto Rico, Texas, Washington, or Wisconsin) within **eight years** immediately preceding the commencement of the case, identify the name of the debtor's spouse and of any former spouse who resides or resided with the debtor in the community property state.

NAME

17. Environmental Information.

For the purpose of this question, the following definitions apply:

"Environmental Law" means any federal, state, or local statute or regulation regulating pollution, contamination, releases of hazardous or toxic substances, wastes or material into the air, land, soil, surface water, groundwater, or other medium, including, but not limited to, statutes or regulations regulating the cleanup of these substances, wastes, or material.

"Site" means any location, facility, or property as defined under any Environmental Law, whether or not presently or formerly owned or operated by the debtor, including, but not limited to, disposal sites.

"Hazardous Material" means anything defined as a hazardous waste, hazardous substance, toxic substance, hazardous material, pollutant, or contaminant or similar term under an Environmental Law

None ☒ a. List the name and address of every site for which the debtor has received notice in writing by a governmental unit that it may be liable or potentially liable under or in violation of an Environmental Law. Indicate the governmental unit, the date of the notice, and, if known, the Environmental Law:

SITE NAME AND ADDRESS	NAME AND ADDRESS OF GOVERNMENTAL UNIT	DATE OF NOTICE	ENVIRONMENTAL LAW
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None ☒ b. List the name and address of every site for which the debtor provided notice to a governmental unit of a release of Hazardous Material. Indicate the governmental unit to which the notice was sent and the date of the notice.

SITE NAME AND ADDRESS	NAME AND ADDRESS OF GOVERNMENTAL UNIT	DATE OF NOTICE	ENVIRONMENTAL LAW
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None ☒ c. List all judicial or administrative proceedings, including settlements or orders, under any Environmental Law with respect to which the debtor is or was a party. Indicate the name and address of the governmental unit that is or was a party to the proceeding, and the docket number.

NAME AND ADDRESS OF GOVERNMENTAL UNIT	DOCKET NUMBER	STATUS OR DISPOSITION
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18 . Nature, location and name of business

None ☒ a. *If the debtor is an individual*, list the names, addresses, taxpayer identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was an officer, director, partner, or managing executive of a corporation, partner in a partnership, sole proprietor, or was self-employed in a trade, profession, or other activity either full- or part-time within **six years** immediately preceding the commencement of this case, or in which the debtor owned 5 percent or more of the voting or equity securities within **six years** immediately preceding the commencement of this case.

If the debtor is a partnership, list the names, addresses, taxpayer identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was a partner or owned 5 percent or more of the voting or equity securities, within **six years** immediately preceding the commencement of this case.

If the debtor is a corporation, list the names, addresses, taxpayer identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was a partner or owned 5 percent or more of the voting or equity securities within **six years** immediately preceding the commencement of this case.

NAME	LAST FOUR DIGITS OF SOCIAL-SECURITY OR OTHER INDIVIDUAL TAXPAYER-I.D. NO. (ITIN)/ COMPLETE EIN	ADDRESS	NATURE OF BUSINESS	BEGINNING AND ENDING DATES
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None ☒ b. Identify any business listed in response to subdivision a., above, that is "single asset real estate" as defined in 11 U.S.C. § 101.

NAME	ADDRESS
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The following questions are to be completed by every debtor that is a corporation or partnership and by any individual debtor who is or has been, within **six years** immediately preceding the commencement of this case, any of the following: an officer, director, managing executive, or owner of more than 5 percent of the voting or equity securities of a corporation; a partner, other than a limited partner, of a partnership, a sole proprietor, or self-employed in a trade, profession, or other activity, either full- or part-time.

(An individual or joint debtor should complete this portion of the statement **only** if the debtor is or has been in business, as defined above, within six years immediately preceding the commencement of this case. A debtor who has not been in business within those six years should go directly to the signature page.)

19. Books, records and financial statements

None ☒ a. List all bookkeepers and accountants who within **two years** immediately preceding the filing of this bankruptcy case kept or supervised the keeping of books of account and records of the debtor.

NAME AND ADDRESS	DATES SERVICES RENDERED
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None ☐ b. List all firms or individuals who within the **two years** immediately preceding the filing of this bankruptcy case have audited the books of account and records, or prepared a financial statement of the debtor.

NAME	ADDRESS	DATES SERVICES RENDERED
Nail McKinney Tate (Eddie Wright)	110 N. Madison Street Tupelo, MS 38804	Taxes and end of year compilation
Donna Steele	168 CR 1806 Saltillo, MS 38866	Monthly compilations

None ☒ c. List all firms or individuals who at the time of the commencement of this case were in possession of the books of account and records of the debtor. If any of the books of account and records are not available, explain.

NAME	ADDRESS
------	---------

- None ☐ d. List all financial institutions, creditors and other parties, including mercantile and trade agencies, to whom a financial statement was issued by the debtor within **two years** immediately preceding the commencement of this case.

NAME AND ADDRESS

DATE ISSUED

Confortaire, Inc.
2133 South Veterans
Tupelo, MS 38804

February 2011

Bancorp South
PO Drawer 789
Tupelo, MS 38802

March 2011

American Freights
680 Sunburry Road
Delaware, OH 43015

February 2011

Welton USA
400 Dividend Drive
Coppell, TX 75019

March 2011

20. Inventories

- None ☐ a. List the dates of the last two inventories taken of your property, the name of the person who supervised the taking of each inventory, and the dollar amount and basis of each inventory.

DATE OF INVENTORY

INVENTORY SUPERVISOR

DOLLAR AMOUNT OF INVENTORY

Monthly

Scott Massengill

(Specify cost, market or other basis)

Cost - Cost of labor included in work in process

- None ☐ b. List the name and address of the person having possession of the records of each of the two inventories reported in a., above.

DATE OF INVENTORY

NAME AND ADDRESSES OF CUSTODIAN OF INVENTORY RECORDS

Monthly

Meadowbrook Furniture, Inc.
266 Meadowbrook Drive
Hickory Flat, MS 38633

21 . Current Partners, Officers, Directors and Shareholders

- None ☒ a. If the debtor is a partnership, list the nature and percentage of partnership interest of each member of the partnership.

NAME AND ADDRESS

NATURE OF INTEREST

PERCENTAGE OF INTEREST

- None ☐ b. If the debtor is a corporation, list all officers and directors of the corporation, and each stockholder who directly or indirectly owns, controls, or holds 5 percent or more of the voting or equity securities of the corporation.

NAME AND ADDRESS

TITLE

NATURE AND PERCENTAGE OF STOCK OWNERSHIP

Phillip Gough
2137 Applewood Street
Tupelo, MS 38804

President

100%

Julie Gough
2137 Applewood Street
Tupelo, MS 38804

Secretary

22 . Former partners, officers, directors and shareholders

None ☒ a. If the debtor is a partnership, list each member who withdrew from the partnership within **one year** immediately preceding the commencement of this case.

NAME	ADDRESS	DATE OF WITHDRAWAL
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None ☒ b. If the debtor is a corporation, list all officers, or directors whose relationship with the corporation terminated within **one year** immediately preceding the commencement of this case.

NAME AND ADDRESS	TITLE	DATE OF TERMINATION
------------------	-------	---------------------

23 . Withdrawals from a partnership or distributions by a corporation

None ☐ If the debtor is a partnership or corporation, list all withdrawals or distributions credited or given to an insider, including compensation in any form, bonuses, loans, stock redemptions, options exercised and any other perquisite during **one year** immediately preceding the commencement of this case.

NAME & ADDRESS OF RECIPIENT, RELATIONSHIP TO DEBTOR	DATE AND PURPOSE OF WITHDRAWAL	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY
Phillip Gough	Interest and dividend	\$140,000

24. Tax Consolidation Group.

None ☒ If the debtor is a corporation, list the name and federal taxpayer identification number of the parent corporation of any consolidated group for tax purposes of which the debtor has been a member at any time within **six years** immediately preceding the commencement of the case.

NAME OF PARENT CORPORATION	TAXPAYER IDENTIFICATION NUMBER (EIN)
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25. Pension Funds.

None ☒ If the debtor is not an individual, list the name and federal taxpayer-identification number of any pension fund to which the debtor, as an employer, has been responsible for contributing at any time within **six years** immediately preceding the commencement of the case.

NAME OF PENSION FUND	TAXPAYER IDENTIFICATION NUMBER (EIN)
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DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I declare under penalty of perjury that I have read the answers contained in the foregoing statement of financial affairs and any attachments thereto and that they are true and correct to the best of my knowledge, information and belief.

Date May 24, 2011

Signature /s/ Phillip Gough
Phillip Gough
President

[An individual signing on behalf of a partnership or corporation must indicate position or relationship to debtor.]

Penalty for making a false statement: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 and 3571

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CHECK NUMBER	CHECK DATE	VENDOR NUMBER	NAME	CHECK AMOUNT	
01038	01/06/11	HALLS	HALL'S IND. MAINTENANCE	2,480.83	(MANUAL)
94719	01/07/11	TEX	TEXTURA HOME, LLC	7,119.05	(MANUAL)
94720	01/07/11	TEX	TEXTURA HOME, LLC	7,119.05	(MANUAL)
94721	01/18/11	TEX	TEXTURA HOME, LLC	7,119.05	(MANUAL)
94722	01/18/11	TEX	TEXTURA HOME, LLC	7,119.05	(MANUAL)
94722	01/18/11	TEX	TEXTURA HOME, LLC	7,119.05	(MANUAL)
94947	01/07/11	CON	CONFORTAIRE INC	6,304.98	
94949	01/10/11	CON	CONFORTAIRE INC	5,475.10	
94949	01/10/11	CON	CONFORTAIRE INC	5,475.10	(REVRSL)
94952	02/02/11	TEX	TEXTURA HOME, LLC	3,453.62	(MANUAL)
94953	02/11/11	TEX	TEXTURA HOME, LLC	7,390.09	(MANUAL)
94954	02/09/11	TEX	TEXTURA HOME, LLC	3,453.62	(MANUAL)
94955	02/18/11	TEX	TEXTURA HOME, LLC	7,390.09	(MANUAL)
94956	02/16/11	TEX	TEXTURA HOME, LLC	3,453.62	(MANUAL)
94957	02/25/11	TEX	TEXTURA HOME, LLC	7,390.09	(MANUAL)
94958	02/23/11	TEX	TEXTURA HOME, LLC	3,453.62	(MANUAL)
94970	01/06/11	A+	A+ FRAMES	10,860.12	(MANUAL)
94971	01/06/11	ULTRA	ULTRA COMFORT FOAM	3,925.18	(MANUAL)
94972	01/06/11	ROYALIN	ROYAL INTERNATIONAL LLC	990.00	(MANUAL)
94973	01/06/11	CON	CONFORTAIRE INC	6,282.08	(MANUAL)
94974	01/06/11	JIM	JIMMY SEWELL	70.00	(MANUAL)
94975	01/06/11	GUM	GUM TREE FABRICS	2,392.32	(MANUAL)
94976	01/07/11	MORGAN	MORGAN FABRICS	3,643.12	(MANUAL)
94977	01/06/11	CON	CONFORTAIRE INC	3,803.46	(MANUAL)
94978	01/06/11	HAR	HENSON DISTRIBUTING CORP	2,281.97	(MANUAL)
94979	01/06/11	ULTRA	ULTRA COMFORT FOAM	5,326.39	(MANUAL)
94984	01/06/11	MORGAN	MORGAN FABRICS	4,711.41	(MANUAL)
94985	01/06/11	CON	CONFORTAIRE INC	5,648.17	
94986	01/06/11	FAST	FASTENING SOLUTIONS, INC.	1,545.30	
94987	01/06/11	MFPA	Meadowbrook Furniture	4,000.00	
94988	01/06/11	MFPA	Meadowbrook Furniture	4,000.00	
94989	01/06/11	BANCORP	BANCORPSOUTH	3,775.62	
94990	01/06/11	BANCORP	BANCORPSOUTH	4,944.98	
94991	01/06/11	ULTRA	ULTRA COMFORT FOAM	4,966.21	
94991	01/06/11	ULTRA	ULTRA COMFORT FOAM	4,966.21	(REVRSL)
94992	01/06/11	BANCORP	BANCORPSOUTH	2,320.76	
94993	01/06/11	AMERICA	AMERICAN DECORATIVE FABRICS	3,929.75	
94993	01/06/11	AMERICA	AMERICAN DECORATIVE FABRICS	3,929.75	(REVRSL)
94995	01/06/11	DIR TEX	DIRECT TEXTILE	1,739.96	
94996	01/07/11	CON	CONFORTAIRE INC	4,581.41	
94997	01/07/11	LEG	LEGGETT AND PLATT	3,826.86	
94998	01/14/11	ULTRA	ULTRA COMFORT FOAM	4,284.76	
94998	01/14/11	ULTRA	ULTRA COMFORT FOAM	4,284.76	(REVRSL)
94999	01/07/11	STI	STI FABRIC & TRIM INC	12,883.39	
95000	01/07/11	HICKOR	HICKORY SPRINGS	4,467.17	
95001	01/07/11	BENTON	BENTON COUNTY WASTE, INC.	1,054.59	
95002	01/07/11	NALGW	NEW ALBANY LIGHT, GAS, WATE	3,574.76	
95003	01/13/11	A+	A+ FRAMES	15,038.53	
95004	01/14/11	FYBEX	FYBEX	8,535.79	
95005	01/19/11	FYBEX	FYBEX	8,535.79	
95006	01/11/11	CON	CONFORTAIRE INC	5,090.92	
95007	01/11/11	MFPA	Meadowbrook Furniture	5,500.00	
95008	01/11/11	MFPA	Meadowbrook Furniture	5,500.00	

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CHECK NUMBER	CHECK DATE	VENDOR NUMBER	NAME	CHECK AMOUNT
95009	01/11/11	MFPA	Meadowbrook Furniture	6,000.00
95010	01/11/11	MFPA	Meadowbrook Furniture	6,000.00
95011	01/14/11	ULTRA	ULTRA COMFORT FOAM	4,130.33
95011	01/14/11	ULTRA	ULTRA COMFORT FOAM	4,130.33-(REVRSL)
95012	01/13/11	A+	A+ FRAMES	4,012.71
95013	01/12/11	HICKOR	HICKORY SPRINGS	1,247.60
95014	01/20/11	CON	CONFORTAIRE INC	5,272.42
95015	01/12/11	AFLAC	AFLAC	2,227.79
95015	01/12/11	AFLAC	AFLAC	2,227.79-(REVRSL)
95016	01/12/11	AT&T	A T & T	685.83
95016	01/12/11	AT&T	A T & T	685.83-(REVRSL)
95017	01/12/11	JIM	JIMMY SEWELL	70.00 (MANUAL)
95018	01/12/11	CALD	CALDWELL FREIGHT LINES, INC.	310.32
95019	01/18/11	CALD	CALDWELL FREIGHT LINES, INC.	465.60
95020	01/12/11	ADVANTG	AADVANTAGE INT'L FABRICS	1,112.89
95021	01/13/11	FASTNER	FASTENER SOUTH CORPORATION	1,200.60
95022	01/21/11	CON	CONFORTAIRE INC	7,098.37
95023	01/13/11	CUM FIB	POLYESTER FIBERS, LLC	2,223.20
95023	01/13/11	CUM FIB	POLYESTER FIBERS, LLC	2,223.20-(REVRSL)
95024	01/13/11	UNSEW	UNITED SEWING MACH SALES	195.29
95025	01/13/11	SUNSET	Sunset Logistics of Mississippi	1,105.50
95026	01/13/11	SV MISS	SV MISSISSIPPI LLC	1,616.00
95027	01/13/11	BESTCHA	BEST CHANCE JANITOR SUPPLY INC	277.12
95028	01/13/11	ULTRA	ULTRA COMFORT FOAM	6,046.94
95029	01/13/11	PONTOTC	PONTOTOC DIE CUTTING	502.87
95030	01/14/11	TEX	TEXTURA HOME, LLC	7,695.80
95031	01/14/11	FAST	FASTENING SOLUTIONS, INC.	1,148.93
95032	01/14/11	MORGAN	MORGAN FABRICS	2,102.48
95033	01/14/11	MORGAN	MORGAN FABRICS	2,215.40
95034	01/14/11	BANCORP	BANCORPSOUTH	4,631.56
95035	01/14/11	SITE	SITE STAR	49.90
95035	01/14/11	SITE	SITE STAR	49.90-(REVRSL)
95036	01/31/11	JIM	JIMMY SEWELL	110.00 (MANUAL)
95036	01/31/11	JIM	JIMMY SEWELL	110.00-(REVRSL)
95037	01/18/11	GOUGH	PHILLIP GOUGH	3,000.00 (MANUAL)
95038	01/18/11	BANCORP	BANCORPSOUTH	3,971.20
95039	01/18/11	ULTRA	ULTRA COMFORT FOAM	3,592.26
95040	01/18/11	ULTRA	ULTRA COMFORT FOAM	2,101.52
95041	01/18/11	BANCORP	BANCORPSOUTH	10,673.70
95042	01/18/11	CON	CONFORTAIRE INC	4,987.78
95043	01/18/11	ROYALIN	ROYAL INTERNATIONAL LLC	3,002.64
95043	01/18/11	ROYALIN	ROYAL INTERNATIONAL LLC	3,002.64-(REVRSL)
95044	01/20/11	A+	A+ FRAMES	15,329.66
95045	01/18/11	AMEX	AMERICAN EXPRESS	5,926.00
95046	01/18/11	GUM	GUM TREE FABRICS	1,154.40
95047	01/18/11	MFPA	Meadowbrook Furniture	6,000.00
95048	01/18/11	MFPA	Meadowbrook Furniture	6,000.00
95049	01/18/11	MFPA	Meadowbrook Furniture	6,000.00
95050	01/18/11	MFPA	Meadowbrook Furniture	7,000.00
95051	01/18/11	HICKOR	HICKORY SPRINGS	3,988.21
95052	01/18/11	ADVANTG	AADVANTAGE INT'L FABRICS	2,344.10
95052	01/18/11	ADVANTG	AADVANTAGE INT'L FABRICS	2,344.10-(REVRSL)
95053	01/18/11	LINCOLN	LINCOLN NATIONAL LIFE INSURAN	867.34

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95054	01/20/11	A+	A+ FRAMES	3,392.95	
95055	01/19/11	LEG	LEGGETT AND PLATT	5,727.04	
95056	01/19/11	MSTAX	MISSISSIPPI ST TAX COMM	4,772.00	
95057	01/19/11	HAR	HENSON DISTRIBUTING CORP	619.20	
95058	01/19/11	CON	CONFORTAIRE INC	5,102.64	
95059	01/19/11	JIM	JIMMY SEWELL	60.00	(MANUAL)
95060	01/19/11	RUT	RUTLEDGE PRINTING CO	336.94	
95061	01/19/11	US BANK	US BANK	834.46	
95062	01/19/11	AVER	AVERITT EXPRESS	293.92	
95063	01/19/11	STI	STI FABRIC & TRIM INC	7,503.90	
95064	01/24/11	ULTRA	ULTRA COMFORT FOAM	2,750.19	
95065	01/20/11	SUNSET	Sunset Logistics of Mississippi	1,800.00	
95066	01/20/11	FIBRE	FIBRECRAFT INC	2,349.54	
95067	01/20/11	SV MISS	SV MISSISSIPPI LLC	1,736.00	(MANUAL)
95068	01/21/11	CON	CONFORTAIRE INC	5,690.05	(MANUAL)
95069	01/20/11	EAT FRT	ESTES FREIGHT	70.00	
95070	01/20/11	FASTNER	FASTENER SOUTH CORPORATION	718.48	
95071	01/20/11	ULTRA	ULTRA COMFORT FOAM	3,541.57	
95072	01/21/11	JIM	JIMMY SEWELL	60.00	(MANUAL)
95073	01/21/11	FAST	FASTENING SOLUTIONS, INC.	973.29	
95074	01/21/11	ROYALIN	ROYAL INTERNATIONAL LLC	745.20	
95075	01/21/11	CON	CONFORTAIRE INC	5,214.09	
95076	01/25/11	ULTRA	ULTRA COMFORT FOAM	9,250.97	
95077	01/21/11	ROYALIN	ROYAL INTERNATIONAL LLC	3,002.64	
95078	01/21/11	ULTRA	ULTRA COMFORT FOAM	5,306.82	
95079	01/24/11	SV MISS	SV MISSISSIPPI LLC	354.24	
95080	01/24/11	CON	CONFORTAIRE INC	3,899.00	
95081	01/24/11	TUPSEW	TUPELO SEWING SUPPLY	42.58	(MANUAL)
95082	01/24/11	JIM	JIMMY SEWELL	70.00	(MANUAL)
95082	01/24/11	JIM	JIMMY SEWELL	70.00	(REVRSL)
95083	01/24/11	ULTRA	ULTRA COMFORT FOAM	4,841.68	
95084	01/24/11	MFPA	Meadowbrook Furniture	15,000.00	
95085	01/24/11	SUNSET	Sunset Logistics of Mississippi	1,050.00	
95086	01/27/11	A+	A+ FRAMES	13,270.45	
95087	01/25/11	CON	CONFORTAIRE INC	4,654.36	
95088	01/25/11	BANCORP	BANCORPSOUTH	2,718.90	
95089	01/25/11	ULTRA	ULTRA COMFORT FOAM	4,130.33	
95090	01/25/11	ROYALIN	ROYAL INTERNATIONAL LLC	3,362.24	
95090	01/25/11	ROYALIN	ROYAL INTERNATIONAL LLC	3,362.24	(REVRSL)
95091	02/01/11	ROYALIN	ROYAL INTERNATIONAL LLC	7,134.80	
95092	01/26/11	MICRO	MICROFIBRES, INC.	954.00	
95093	01/26/11	RUSKEN	Rusken Packaging, Inc.	4,116.00	
95094	01/26/11	MORGAN	MORGAN FABRICS	2,934.97	
95094	01/26/11	MORGAN	MORGAN FABRICS	2,934.97	(REVRSL)
95095	01/26/11	CON	CONFORTAIRE INC	5,321.71	
95096	01/26/11	ULTRA	ULTRA COMFORT FOAM	4,290.91	
95097	01/26/11	FYBEX	FYBEX	7,426.25	
95098	01/26/11	FYBEX	FYBEX	7,426.25	
95099	01/26/11	CALD	CALDWELL FREIGHT LINES, INC.	972.04	
95100	01/27/11	BENTON	BENTON COUNTY WASTE, INC.	1,054.59	
95100	01/27/11	BENTON	BENTON COUNTY WASTE, INC.	1,054.59	(REVRSL)
95101	01/27/11	MFPA	Meadowbrook Furniture	12,000.00	
95102	01/27/11	STEELE	DONNA STEELE	450.00	

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HECK UMBER	CHECK DATE	VENDOR NUMBER	NAME	CHECK AMOUNT
95103	01/27/11	SAMS	SAM'S CLUB	207.00
95104	01/27/11	CON	CONFORTAIRE INC	4,972.80
95105	01/27/11	BANCORP	BANCORPSOUTH	3,929.75
95105	01/27/11	LEG	LEGGETT AND PLATT	4,528.96
95105	01/27/11	BANCORP	BANCORPSOUTH	3,929.75- (REVRSL)
95105	01/27/11	LEG	LEGGETT AND PLATT	4,528.96- (REVRSL)
95107	- 095104		*** VOID CHECK ***	
95107	01/27/11	BANCORP	BANCORPSOUTH	3,929.75 (MANUAL)
95107	01/27/11	BANCORP	BANCORPSOUTH	3,929.75- (REVRSL)
95107	01/27/11	BANCORP	BANCORPSOUTH	3,929.75
95108	01/27/11	BANCORP	BANCORPSOUTH	4,496.40
95109	01/27/11	ULTRA	ULTRA COMFORT FOAM	4,598.39
95110	01/27/11	GENE	GERALD E GARNER	250.00
95110	01/27/11	GENE	GERALD E GARNER	250.00- (REVRSL)
95111	01/27/11	MASSENG	SCOTT MASSENGILL	100.00
95111	01/27/11	MASSENG	SCOTT MASSENGILL	100.00- (REVRSL)
95112	01/27/11	MORGAN	MORGAN FABRICS	2,979.09
95112	01/27/11	MORGAN	MORGAN FABRICS	2,979.09- (REVRSL)
95113	01/28/11	JIM	JIMMY SEWELL	80.00 (MANUAL)
95114	01/28/11	E FIRE	E FIRE	290.29
95115	01/28/11		*** VOID CHECK ***	
95115	01/28/11	HICK FL	HICKORY FLAT QUICK STOP	50.00 (MANUAL)
95116	01/28/11	CON	CONFORTAIRE INC	3,104.55
95117	01/28/11	CON	CONFORTAIRE INC	1,000.00
95118	01/28/11	HICKOR	HICKORY SPRINGS	4,170.40
95119	01/28/11	BANCORP	BANCORPSOUTH	2,337.62
95120	01/28/11	ULTRA	ULTRA COMFORT FOAM	3,349.49
95121	01/28/11	STI	STI FABRIC & TRIM INC	9,116.79
95122	01/28/11	AFLAC	AFLAC	1,888.21
95122	01/28/11	AFLAC	AFLAC	1,888.21- (REVRSL)
95123	01/28/11	BANCORP	BANCORPSOUTH	1,829.87
95124	01/28/11	LINCOLN	LINCOLN NATIONAL LIFE INSURAN	964.99
95124	01/28/11	LINCOLN	LINCOLN NATIONAL LIFE INSURAN	964.99- (REVRSL)
95125	01/31/11	USLAWNS	US LAWNS OF NORTHEAST MS	700.00
95126	01/31/11	ULTRA	ULTRA COMFORT FOAM	4,000.97
95127	01/31/11	CON	CONFORTAIRE INC	6,938.80
95128	01/31/11	AT&T	A T & T	681.31
95128	01/31/11	AT&T	A T & T	681.31- (REVRSL)
95129	01/31/11	AT&T WI	AT&T Wireless	400.45
95130	01/31/11	PITNEY	PITNEY BOWES GLOBAL	212.83
95131	02/01/11	CON	CONFORTAIRE INC	5,064.88
95132	02/03/11	A+	A+ FRAMES	21,701.05
95133	02/01/11	NMTR	NAIL MCKINNEY PROF ASSOC	400.00
95134	02/01/11	MFPA	Meadowbrook Furniture	12,000.00
95135	02/01/11	UNSEW	UNITED SEWING MACH SALES	347.38 (MANUAL)
95136	02/01/11	ULTRA	ULTRA COMFORT FOAM	3,407.48
95137	02/01/11	ROYALIN	ROYAL INTERNATIONAL LLC	2,549.52
95137	02/01/11	ROYALIN	ROYAL INTERNATIONAL LLC	2,549.52- (REVRSL)
95138	02/01/11	CON	CONFORTAIRE INC	5,475.10
95139	02/01/11	MORGAN	MORGAN FABRICS	2,108.21
95140	02/01/11	ULTRA	ULTRA COMFORT FOAM	3,225.00
95141	02/02/11	ULTRA	ULTRA COMFORT FOAM	2,422.73
95142	02/02/11	ROYALIN	ROYAL INTERNATIONAL LLC	3,362.24

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95143	02/02/11	NALGW	NEW ALBANY LIGHT,GAS,WATE	3,527.39	
95143	02/02/11	NALGW	NEW ALBANY LIGHT,GAS,WATE	3,527.39	(REVRSL)
95144	02/02/11	HICKRY	TOWN OF HICKORY FLAT	32.75	
95145	02/02/11	BANCORP	BANCORPSOUTH	6,925.98	
95146	02/02/11	PONTOTC	PONTOTOC DIE CUTTING	536.34	
95147	02/02/11	MFPA	Meadowbrook Furniture	12,000.00	
95148	02/02/11	HICKOR	HICKORY SPRINGS	2,481.84	
95149	02/03/11	CON	CONFORTAIRE INC	6,224.35	
95150	02/03/11	JIM	JIMMY SEWELL	90.00	(MANUAL)
95151	02/03/11	LEG	LEGGETT AND PLATT	3,409.78	
95152	02/03/11	MONTs	THE MONTs COMPANY	473.08	
95153	02/03/11	MFPA	Meadowbrook Furniture	10,000.00	
95154	02/03/11	BANCORP	BANCORPSOUTH	3,786.02	
95155	02/03/11	ULTRA	ULTRA COMFORT FOAM	2,766.93	
95156	02/03/11	BANCORP	BANCORPSOUTH	340.00	
95157	02/03/11	TRIB	TRIB GROUP LTD	4,571.04	
95158	02/04/11	CON	CONFORTAIRE INC	6,321.40	
95159	02/04/11	ULTRA	ULTRA COMFORT FOAM	1,551.67	
95160	02/04/11	BESTCHA	BEST CHANCE JANITOR SUPPLY INC	280.75	
95161	02/04/11	TUPSEW	TUPELO SEWING SUPPLY	381.69	(MANUAL)
95162	02/07/11	BANCORP	BANCORPSOUTH	4,657.50	
95163	02/07/11	BANCORP	BANCORPSOUTH	4,528.96	
95164	02/07/11	TUPSEW	TUPELO SEWING SUPPLY	100.74	(MANUAL)
95165	02/07/11	MFPA	Meadowbrook Furniture	12,000.00	
95166	02/08/11	MFPA	Meadowbrook Furniture	12,000.00	
95167	02/07/11	BANCORP	BANCORPSOUTH	180.00	
95168	02/07/11	MORGAN	MORGAN FABRICS	3,699.35	
95169	02/07/11	DIRECT	DIRECT TV	46.02	
95170	02/07/11	ULTRA	ULTRA COMFORT FOAM	1,764.53	
95171	02/07/11	ROYALIN	ROYAL INTERNATIONAL LLC	2,115.00	
95172	02/07/11	ROYALIN	ROYAL INTERNATIONAL LLC	2,281.12	
95173	02/07/11	FYBEX	FYBEX	8,885.11	
95174	02/07/11	FYBEX	FYBEX	8,885.11	
95174	02/07/11	FYBEX	STEIN FIBERS, LTD	8,885.11	(REVRSL)
95175	02/10/11	A+	A+ FRAMES	19,604.49	
95176	02/08/11	CON	CONFORTAIRE INC	8,015.79	
95177	02/08/11	FAST	FASTENING SOLUTIONS, INC.	1,731.14	
95178	02/08/11	STI	STI FABRIC & TRIM INC	10,167.32	
95178	02/08/11	STI	STI FABRIC & TRIM INC	10,167.32	(REVRSL)
95179	02/08/11	SEWNPRO	SEWN PRODUCTS EQUIPMENT	200.28	
95180	02/08/11	CALD	CALDWELL FREIGHT LINES, INC.	1,171.55	
95181	02/08/11	ROYALIN	ROYAL INTERNATIONAL LLC	2,549.52	
95181	02/08/11	ROYALIN	ROYAL INTERNATIONAL LLC	2,549.52	(REVRSL)
95183	02/08/11	ADVANTG	AADVANTAGE INT'L FABRICS	2,283.94	
95184	02/15/11	MCDON	McDONNELL INSURANCE INC.	6,121.00	
95185	02/09/11	CON	CONFORTAIRE INC	7,455.37	
95186	02/09/11	BANCORP	BANCORPSOUTH	3,811.20	
95187	02/09/11	BANCORP	BANCORPSOUTH	2,089.96	
95188	02/09/11	BANCORP	BANCORPSOUTH	2,344.10	
95189	02/09/11	BANCORP	BANCORPSOUTH	2,954.97	
95190	02/09/11	ULTRA	ULTRA COMFORT FOAM	2,269.41	
95191	02/09/11	JIM	JIMMY SEWELL	60.00	(MANUAL)
95192	02/09/11	BANCORP	BANCORPSOUTH	5,270.70	

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ANK CODE: A

HECK UMBER	CHECK DATE	VENDOR NUMBER	NAME	CHECK AMOUNT
95193	02/11/11	WHITAK	WHITAKER SALES	2,413.00
95194	02/11/11	AT&T	A T & T	1,367.14
95194	02/11/11	AT&T	A T & T	1,367.14-(REVRSL)
95195	02/11/11	ULTRA	ULTRA COMFORT FOAM	2,229.06
95199	02/11/11	BANCORP	BANCORPSOUTH	2,999.09
95200	02/14/11	MFPA	Meadowbrook Furniture	10,000.00
95200	02/14/11	MFPA	Meadowbrook Furniture	10,000.00-(REVRSL)
95201	02/14/11	MFPA	Meadowbrook Furniture	10,000.00
95202	02/14/11	MFPA	Meadowbrook Furniture	10,000.00
95202	02/14/11	MFPA	Meadowbrook Furniture	10,000.00-(REVRSL)
95203	02/17/11	A+	A+ FRAMES	22,383.47
95203	02/17/11	A+	A+ FRAMES	22,383.47-(REVRSL)
95204	02/15/11	ULTRA	ULTRA COMFORT FOAM	5,037.77
95205	02/15/11	STEELE	DONNA STEELE	525.00
95206	02/15/11	GUM	GUM TREE FABRICS	1,002.24
95207	02/15/11	MESC	MS EMPL. SECURITY COMM	377.37
95208	02/15/11	CON	CONFORTAIRE INC	6,737.44
95209	02/15/11	BANCORP	BANCORPSOUTH	746.02
95210	02/15/11	CAREYMA	MAX CAREY	496.95
95211	02/15/11	CARMIC	CHIP CARMICAL	1,211.26
95212	02/15/11	CHILESS	CHILES SALES COMPANY	3,358.19
95213	02/15/11	HALL	STEVE HALL.	3,958.44
95214	02/15/11	KEE	DAVID KEE	4,275.39
95215	02/15/11	MCLEMP	MCLEMORE AND ASSOCIATES, LLC	1,650.95
95216	02/15/11	NEWMARK	Barry Newmark	118.45
95217	02/16/11	BANCORP	BANCORPSOUTH	3,527.39
95218	02/16/11	BENTON	BENTON COUNTY WASTE, INC.	717.48
95218	02/16/11	BENTON	BENTON COUNTY WASTE, INC.	717.48-(REVRSL)
95219	02/16/11	AFLAC	AFLAC	4,116.00
95220	02/17/11	LINCOLN	LINCOLN NATIONAL LIFE INSURAN	964.99
95220	02/17/11	LINCOLN	LINCOLN NATIONAL LIFE INSURAN	964.99-(REVRSL)
95221	02/17/11	STI	STI FABRIC & TRIM INC	10,167.32
95221	02/17/11	STI	STI FABRIC & TRIM INC	10,167.32-(REVRSL)
95222	02/17/11	PURCHS	PURCHASE POWER	579.42
95222	02/17/11	PURCHS	PURCHASE POWER	579.42-(REVRSL)
95223	02/17/11	TEX	TEXTURA HOME,LLC	7,144.05
95223	02/17/11	TEX	TEXTURA HOME,LLC	7,144.05-(REVRSL)
95224	02/21/11	MSTAX	MISSISSIPPI ST TAX COMM	3,278.00
95225	02/22/11	ULTRA	ULTRA COMFORT FOAM	8,238.73
95225	02/22/11	ULTRA	ULTRA COMFORT FOAM	8,238.73-(REVRSL)
95226	02/22/11	ULTRA	ULTRA COMFORT FOAM	6,474.35
95227	02/22/11	MFPA	Meadowbrook Furniture	9,000.00
95228	02/23/11	CHICK	CHICKASAW FABRIC	1,228.80
95229	02/23/11	ULTRA	ULTRA COMFORT FOAM	5,859.96
95230	02/23/11	A+	A+ FRAMES	7,461.15
95230	02/23/11	A+	A+ FRAMES	7,461.15-(REVRSL)
95231	02/23/11	A+	A+ FRAMES	8,209.03
95232	02/23/11	A+	A+ FRAMES	6,257.51
95233	02/23/11	A+	A+ FRAMES	7,916.93
95234	02/23/11	UNSEW	UNITED SEWING MACH SALES	64.19 (MANUAL)
95235	02/23/11	LINCOLN	LINCOLN NATIONAL LIFE INSURAN	964.99
95235	02/23/11	LINCOLN	LINCOLN NATIONAL LIFE INSURAN	964.99-(REVRSL)
95236	02/23/11	MFPA	Meadowbrook Furniture	11,000.00

ACTIVITY FROM: 01/01/11 TO: 03/31/11

ANK CODE: A

HECK UMBER	CHECK DATE	VENDOR NUMBER	NAME	CHECK AMOUNT
95237	02/24/11	ULTRA	ULTRA COMFORT FOAM	3,578.65
35106	01/27/11	ADVANTG	AADVANTAGE INT'L FABRICS	1,338.39

BANK A TOTAL:				943,905.76

ACTIVITY FROM: 01/01/11 TO: 03/31/11

ANK CODE: E Payroll Account

CHECK NUMBER	CHECK DATE	VENDOR NUMBER	NAME	CHECK AMOUNT
32302	02/02/11	GARNER	DOT GARNER	250.00
32370	02/11/11	COBB	ROLAND COBB	444.00
32371	02/11/11	MASSENG	SCOTT MASSENGILL	110.00
32440	02/18/11	BURKS	MARCY BURKS	51.92
32441	02/18/11	COBB	ROLAND COBB	592.00
32508	02/25/11	COBB	ROLAND COBB	568.88
32509	02/25/11	GENE	GERALD E GARNER	250.00
32510	02/25/11	MASSENG	SCOTT MASSENGILL	100.00
32517	02/28/11	BENTON	BENTON COUNTY WASTE, INC.	1,802.07
32518	02/28/11	GARNER	DOT GARNER	595.61
32519	03/01/11	LINCOLN	LINCOLN NATIONAL LIFE INSURAN	964.99
32579	03/01/11	US BANK	US BANK	834.46
32580	03/01/11	AFLAC	AFLAC	1,857.79
32581	03/01/11	CREDIT	CREDIT CARD CENTER	1,831.36
32582	03/01/11	CHAS	CHASE CARD SERVICES	374.64
32583	03/02/11	AT&T	A T & T	1,392.57
32584	03/02/11	HICKRY	TOWN OF HICKORY FLAT	33.22
32596	03/04/11	STILES	BRENDA STILES	51.07
32597	03/04/11	CLAYTON	BONNIE L CLAYTON	10.12
32597	03/04/11	CLAYTON	BONNIE L CLAYTON	10.12 - (REVRSL)
32598	03/04/11	STEELE	DONNA STEELE	550.00
32599	03/04/11	AFLAC	AFLAC	2,273.59
32600	03/25/11	MASSENG	SCOTT MASSENGILL	65.00 (MANUAL)
32601	03/25/11	JAMES	JAMES WILSON	50.00 (MANUAL)
32604	03/25/11	GOUGH	PHILLIP GOUGH	2,000.00 (MANUAL)
32609	03/25/11	COMPUTE	COMPUTER UNIVERSE	127.63 (MANUAL)
32611	03/25/11	CORNIEL	DAVID CORNELIUS	150.00 (MANUAL)
32615	03/25/11	JAMES	JAMES WILSON	300.00 (MANUAL)
32616	03/25/11	TAMMIE	TAMMIE PENNINGTON	80.00 (MANUAL)
32617	03/25/11	ROB	JEFF ROBERSON	365.00 (MANUAL)
32618	03/25/11	WIAT	DIANE WAIT	108.00 (MANUAL)
32619	03/25/11	TERREN	TERREN AHLUM	108.00 (MANUAL)
32620	03/25/11	JENN	JENNIFER FEATHERS'	108.00 (MANUAL)
32621	03/25/11	TAM	TAMMIE HALL	108.00 (MANUAL)
32622	03/25/11	MEL	JAMIE MELSON	108.00 (MANUAL)
32623	03/25/11	LINDA	LINDA LOWRY	108.00 (MANUAL)
32624	03/25/11	DEB	DEBORAH MASSENGILL	400.00 (MANUAL)
32625	03/25/11	GARY	GARY SMITH	400.00 (MANUAL)
32626	03/25/11	BOWEN	KINNEDY BOWEN	394.00 (MANUAL)
32627	03/25/11	CATHY	CATHR WILSON	108.00 (MANUAL)
32628	03/25/11	GOUGH	PHILLIP GOUGH	1,500.00 (MANUAL)
32630	03/25/11	GARY	GARY SMITH	80.00 (MANUAL)
32631	03/25/11	DEB	DEBORAH MASSENGILL	80.00 (MANUAL)
32634	03/25/11	GOUGH	PHILLIP GOUGH	1,500.00 (MANUAL)
32639	03/25/11	DLS	DLS LOGISTICS	2,768.64 (MANUAL)

BANK E TOTAL: 25,944.44

REPORT TOTAL: 969,850.20

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United States Bankruptcy Court
Northern District of Mississippi

In re Meadowbrook Furniture, Inc.

Debtor(s)

Case No.

Chapter 7

DISCLOSURE OF COMPENSATION OF ATTORNEY FOR DEBTOR(S)

1. Pursuant to 11 U.S.C. § 329(a) and Bankruptcy Rule 2016(b), I certify that I am the attorney for the above-named debtor and that compensation paid to me within one year before the filing of the petition in bankruptcy, or agreed to be paid to me, for services rendered or to be rendered on behalf of the debtor(s) in contemplation of or in connection with the bankruptcy case is as follows:

For legal services, I have agreed to accept	\$	<u>5,000.00</u>
Prior to the filing of this statement I have received	\$	<u>5,000.00</u>
Balance Due	\$	<u>0.00</u>

2. The source of the compensation paid to me was:

☒ Debtor ☐ Other (specify):

3. The source of compensation to be paid to me is:

☒ Debtor ☐ Other (specify):

4. ☒ I have not agreed to share the above-disclosed compensation with any other person unless they are members and associates of my law firm.

☐ I have agreed to share the above-disclosed compensation with a person or persons who are not members or associates of my law firm. A copy of the agreement, together with a list of the names of the people sharing in the compensation is attached.

5. In return for the above-disclosed fee, I have agreed to render legal service for all aspects of the bankruptcy case, including:

- a. Analysis of the debtor's financial situation, and rendering advice to the debtor in determining whether to file a petition in bankruptcy;
- b. Preparation and filing of any petition, schedules, statement of affairs and plan which may be required;
- c. Representation of the debtor at the meeting of creditors and confirmation hearing, and any adjourned hearings thereof;
- d. [Other provisions as needed]

Negotiations with secured creditors to reduce to market value; exemption planning; preparation and filing of reaffirmation agreements and applications as needed; preparation and filing of motions pursuant to 11 USC 522(f)(2)(A) for avoidance of liens on household goods.

6. By agreement with the debtor(s), the above-disclosed fee does not include the following service:

Representation of the debtors in any dischargeability actions, judicial lien avoidances, relief from stay actions or any other adversary proceeding.

CERTIFICATION

I certify that the foregoing is a complete statement of any agreement or arrangement for payment to me for representation of the debtor(s) in this bankruptcy proceeding.

Dated: May 24, 2011

/s/ David Blaylock

David Blaylock
Glankler Brown, PLLC
6000 Poplar Avenue, Suite 400
Memphis, TN 38119
901-525-1322 Fax: 901-525-2389
dblaylock@glankler.com

**United States Bankruptcy Court
Northern District of Mississippi**

In re **Meadowbrook Furniture, Inc.**

Debtor(s)

Case No.

Chapter

7

VERIFICATION OF CREDITOR MATRIX

I, the President of the corporation named as the debtor in this case, hereby verify that the attached list of creditors is true and correct to the best of my knowledge.

Date: **May 24, 2011**

/s/ Phillip Gough

Phillip Gough/President

Signer/Title

A+ Frames
P.O. Box 667
Mooreville, MS 38857

Aadvantage International Fabrics
P.O. Box 100895
Atlanta, GA 30385-4174

ADT Security Systems
P.O. Box 371956
Pittsburgh, PA 15250-7956

American Decorative Fabrics
295 Fifth Avenue, Suite 812
New York, NY 10016

American Express
P.O. Box 650448
Dallas, TX 75265-0448

Amerisource Funding, Inc.
7225 Langry Street
Houston, TX 77040

Andy Ward
329 McClellan Avenue
Mc Clellanville, SC 29458

Averitt Express
P.O. Box 3145
Cookeville, TN 38502-3145

Bancorp South Bank, Sourcing Trustee for
MBFC, Corporate Trust Department
525 East Capital Street
Jackson, MS 39201

Barry Newmark
Newmark and Associates
1169 Reelfoot Lake Drive
Chesterfield, MO 63017

Baxter Bailey & Associates
1630 Goodman Road E
Attn: JT Reesor/MST Express
Southaven, MS 38671

Beaver Paper and Graphic Media
P.O. Box
Charlotte, NC 28289-0295

Benton County Waste, Inc.
P.O. Box 236
Ashland, MS 38603

Bernett International Trading, LLC
445 South Figueroa Street
Suite 2250
Los Angeles, CA 90071

Best Chance Janitor Supply
P.O. Box 9
Olive Branch, MS 38654

Betty Hobson
Tax Collector
P.O. Box 337
Ashland, MS 38603

Caldwell Freight Lines
P.O. Box 405763
Atlanta, GA 30384-5763

Cardmember Services
P.O. Box 94014
Palatine, IL 60094-4014

Chickasaw Container
P.O. Box 49
Industrial Park Road
Okolona, MS 38860

Chiles Sales Company
1860 Grovecrest
Germantown, TN 38139

Chip Carmical
245 N Highland Avenue, Suite 512
Atlanta, GA 30307

Coface Collections North America, Inc.
Re: Valdese Weavers, LLC
P.O. Box 8510
Metairie, LA 70011-8510

Compass Funding Solutions
PJM Transportation LLC
15 West 580 N. Frontage Road
Willowbrook, IL 60527

Confortaire, Inc.
2133 South Veterans
Tupelo, MS 38804

Culp, Inc.
2307-C West Main Street
Tupelo, MS 38801-3105

David C. Poole Co. Inc.
P.O. Box 890190
Charlotte, NC 28289-0190

David Kee
4410 Tappan Zee
Amarillo, TX 79121

Direct Textile
1338 W Holt Avenue
Pomona, CA 91768

Direct TV
P.O. Box 538605
Atlanta, GA 30353

E Fire
2075 McCullough Blvd
Tupelo, MS 38801

Edward Sullivan
7731 Dublin
Wichita, KS 67206

Edward W. Herbert
3473 Cutter Lane
Maineville, OH 45039

Estes Freight
2536 Powell Road
Nashville, TN 37204

Farin Dyson Enterprise, Inc.
811 Matt Lane
Hensley, AR 72065

Fastening Solutions, Inc.
P.O. Box 11407
Birmingham, AL 35246

Fastner South Corporation
c/o Gree Lee
748 Freeland Station Road
Nashville, TN 37228

Fibrecraft Inc.
P.O. Box 2365
Tupelo, MS 38803

Foster Tire & Road Service
P.O. Box 393
Hwy 179
Hickory Flat, MS 38633

Furniture Row Express, LLC
24000 East 19th Avenue
Aurora, CO 80019

George Garza
607 Ramble Wood
Houston, TX 77079

Gerald E. Garner
1611 CR 703
Blue Mountain, MS 38610

GMAC Commercial Finance, LLC
(Regal Fabrics, Inc.)
1290 Avenue of the Americas
New York, NY 10104

Guardian
P.O. Box 95101
Chicago, IL 60694-5101

Gum Tree Fabrics
P.O. Box 7278
Tupelo, MS 38802-7278

Henson Distribution Corp.
211 West Bankhead Street
P.O. Box 999
New Albany, MS 38652-0999

Hickory Springs
P.O. Box 9237
Hickory, NC 28603

James W. Henley, attorney
GMAC Commercial Finance
141 Caldwell Drive
P.O. Box 509
Hazlehurst, MS 39083

Jerig, Inc.
20423 State Road 7 #F6#248
Boca Raton, FL 33498

Jimmy Sewell
808 Pontocola Rd
Pontotoc, MS 38863

JLA Fabrics
P.O. Box 938
Attn: Patricia Richards
Fremont, CA 94537

Joan Fabrics
The CIT Group/Commercial Services
P.O. Box 1036
Charlotte, NC 28201-1036

Julie Gough
2137 Applewood Street
Tupelo, MS 38804

Julie Gough

L. Kianoff & Associates, Inc.
122 22nd Street South
Birmingham, AL 35205

Leggett and Platt
P.O. Box 198747
Atlanta, GA 30384-8747

Lincoln National Life Insurance
P.O. Box 0821
Carol Stream, IL 60132-0821

Loomcraft Textiles
2516 Industry Drive
Burlington, NC 27215-8961

Market Square Furniture Plaza
P.O. Box 277758
Atlanta, GA 30384-7758

Max Carey
501 E Melendy Street
Ludington, MI 49431

McDonnell Insurance Inc.
7200 Goodlett Farms Parkway
Cordova, TN 38088-1420

McLemore and Associates, LLC
6579 Eastwood Glen Drive
Montgomery, AL 36117

McNeely Plastics
1111 Industrial Park Drive
Clinton, MS 39056

Mel Reitman
640 Prairie #138
Wilmette, IL 60091

Microfibres, Inc.
P.O. Box 478
Belden, MS 38826-0478

Mid-South Marketing Systems
2677 Mt. Moriah
Memphis, TN 38115

Mike Loosier
848 Hwy 19 Lot 47
Leesburg, GA 31763

Mississippi Business Finance Corporation
1306 Walter Sillers Building
550 High Street
Jackson, MS 39202

Mississippi Labor Law Poster
1625 E County Line Road #200-15
Jackson, MS 39211

Mississippi State Tax Commission
P.O. Box 23075
Jackson, MS 39225-3075

Morgan Fabrics
P.O. Box 58523
Los Angeles, CA 90058-0523

National Fabrics
P.O. Box 603
Tupelo, MS 38802

New Albany Gazette
P.O. Box 300
New Albany, MS 38652

New Albany Light, Gas, Water
P.O. Drawer 727
New Albany, MS 38652

Norwood Trucking
c/o Renasant Bank
Tupelo, MS 38802

Phillip Gough
2137 Applewood Street
Tupelo, MS 38804

Pitney Bowes Global
Financial Services LLC
P.O. Box 371887
Pittsburgh, PA 15250-7887

Polyester Fibers, LLC
Wells Fargo Bank
P.O. Box 535222
Atlanta, GA 30353-5222

Pontotoc Die Cutting
P.O. Box 594
Pontotoc, MS 38863

Precision Blades
120 Bauhaus Drive
Tupelo, MS 38801

Purchase Power
P.O. Box 371874
Pittsburgh, PA 15250-7874

Quality Packaging
P.O. Box 7004
High Point, NC 27264

Reagan D. Wise, attorney
Whitaker Sales, Inc.
363 North Broadway
P.O. Box 496
Tupelo, MS 38802-0496

REB Ltd.
3126 S Blvd. #323
Edmond, OK 73013

Riddle Heat and Air
P.O. Box 987
120 Snider Street
New Albany, MS 38652

RMC
P.O. Box 2471
Senco Products
Woburn, MA 01888

Rowland Heat and Air
P.O. Box 84
Hickory Flat, MS 38633

Royal International LLC
P.O. Box 2024
Tupelo, MS 38803

Royal Manufacturing, Inc.
4525 A Frederick Dr. SW
Atlanta, GA 30336

Rusken Packaging, Inc.
Dept # 1726
P.O. Box 11407
Birmingham, AL 35246-1726

Russell L. Mikow, attorney
Polyester Fibers, LLC
Washington Bldg
4650 N. Port Washington Road
Milwaukee, WI 53212-1059

Rutledge Printing Co
P.O. Box 29
100 West Main Street
New Albany, MS 38652

Safeguard Business System
P.O. Box 88043
Chicago, IL 60680-1043

Sam's Club
P.O. Box 530981
Atlanta, GA 30353-0981

Seneca/DBA Design Automation
P.O. Box 3360
Des Moines, IA 50316

Sewn Products Equipment
P.O. Box 357
Jefferson, GA 30549

Special Procedures
IRS - Stop 31
P.O. Box 1107
Nashville, TN 37202

State Farm
1915 Cliff Gookin Blvd.
Tupelo, MS 38801

State of MS, MS Dept. of Revenue
Sales and Use Tax Bureau
P.O. Box 1033
Jackson, MS 39215

Stein Fibers, Ltd.
Milberg Factors, Inc.
99 Park Avenue
New York, NY 10016

Stephen J. Cramblitt, Jr., attorney
Confortaire, Inc.
One Mississippi Plaza
201 South Spring Street, Seventh Floor
Tupelo, MS 38804

Steve Hall
39 Spencer Cove
Hattiesburg, MS 39402

STI Fabrics & Trim Inc.
P.O. Box 535353
Atlanta, GA 30353-5353

STI Fabrics and Trim, Inc.
P.O. Box 398
515 Marie Street
Kings Mountain, NC 28086

Sunset Logistics of Mississippi
P.O. Box 986
New Albany, MS 38652

Thad J. Mueller, attorney
Ultra Comfort Foam Co., Inc.
Regions Bank, Second Floor
112 East Bankhead Street, Suite A
New Albany, MS 38652

Thomas Electronics
P.O. Box 1432
Saltillo, MS 38866

Thomas M. McElroy, attorney
Quality Packaging Corporation
301 North Broadway
P.O. Box 1450
Tupelo, MS 38802

Thompson-Bump
5479 Prospect Ct
High Point, NC 27263

TM Poly Film Inc.
503 Ind. Blvd
Valdosta, GA 31601

Town of Hickory Flat
P.o. Box 479
Hickory Flat, MS 38633

Treasurer, State of Ohio
Divisoin of Ind Comp Bedding
6606 Tussing Road, P.O. Box 4009
Reynoldsburg, OH 43068-9009

Trib Group Ltd.
2775 Cruse Road
Suite 2401
Lawrenceville, GA 30044

Tullos Supply Company
P.O. Box 1509
102 West Tenth Street
Verona, MS 38879

Tupelo Furniture Market Inc.
1879 N. Coley Road
Tupelo, MS 38801

Tupelo Photographic, Inc.
4189 Rob Drive
Tupelo, MS 38801

Tupelo Sewing Supply
P.O. Box 1708
Tupelo, MS 38802

Ultra Comfort Foam Co.
431 North Glenfield Rd.
New Albany, MS 38652

United Sewing Machine Sales
3280 McCullough Blvd
Belden, MS 38826

UPS Freight
P.O. Box 730900
Dallas, TX 75373-0900

US Lawns of Northeast MS
915 Sam Barkley Drive
New Albany, MS 38652

Utah Department Agriculture and Food
P.O. Box 146500
Salt Lake City, UT 84114-6500

Valdese Weavers, LLC
1000 Perkins Road
Valdese, NC 28690

Weatherall's Inc.
P.O. Drawer 87
Tupelo, MS 38802

Westlake Rugao Fabrics
American Decorative Fabrics
295 Fifth Avenue, Suite 812
New York, NY 10016

WHH Inc.
1027 Champions Circle
Simpsonville, KY 40067

Whitaker Sales
P.O. Box 1400
119 Midway Drive
Verona, MS 38879

Wiese Planning and Engineering
P.O. Box 60106
Saint Louis, MO 63160

Wiseway Transportation Services
NW 5182
P.O. Box 1450
Minneapolis, MN 55485-5182

Wurzburg, Inc.
P.O. Box 710
Memphis, TN 38101-0710

**United States Bankruptcy Court
Northern District of Mississippi**

In re **Meadowbrook Furniture, Inc.**

Debtor(s)

Case No.
Chapter

7

CORPORATE OWNERSHIP STATEMENT (RULE 7007.1)

Pursuant to Federal Rule of Bankruptcy Procedure 7007.1 and to enable the Judges to evaluate possible disqualification or recusal, the undersigned counsel for **Meadowbrook Furniture, Inc.** in the above captioned action, certifies that the following is a (are) corporation(s), other than the debtor or a governmental unit, that directly or indirectly own(s) 10% or more of any class of the corporation's(s') equity interests, or states that there are no entities to report under FRBP 7007.1:

☒ None [*Check if applicable*]

May 24, 2011

Date

/s/ David Blaylock

David Blaylock

Signature of Attorney or Litigant

Counsel for **Meadowbrook Furniture, Inc.**

Glankler Brown, PLLC

6000 Poplar Avenue, Suite 400

Memphis, TN 38119

901-525-1322 Fax:901-525-2389

dblayment@glankler.com